

NITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY

ATTORNEY MONTHLY FEE STATEMENT COVER SHEET
FOR THE PERIOD JULY 1, 2023 THROUGH JULY 31, 2023

In re BlockFi Inc., *et al.*¹

Applicant: Haynes and Boone, LLP

Case No. 22-19361 (MBK)

Client: Debtors and Debtors in Possession

Chapter 11

Case Filed: November 28, 2022

COMPLETION AND SIGNING OF THIS FORM CONSTITUTES A CERTIFICATION
UNDER PENALTY OF PERJURY PURSUANT TO 28 U.S.C. § 1746.

RETENTION ORDER ATTACHED.

/s/ Richard S. Kanowitz 08/30/23
RICHARD S. KANOWITZ Date

¹ The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: BlockFi Inc. (0015); BlockFi Trading LLC (2487); BlockFi Lending LLC (5017); BlockFi Wallet LLC (3231); BlockFi Ventures LLC (9937); BlockFi International Ltd. (N/A); BlockFi Investment Products LLC (2422); BlockFi Services, Inc. (5965) and BlockFi Lending II LLC (0154). The location of the Debtors' service address is 100 Horizon Center Blvd., 1st and 2nd Floors, Hamilton, NJ 08691.

**SECTION I
FEE SUMMARY**

Summary of Amounts Requested for the Period
July 1, 2023 through July 31, 2023 (the “Compensation Period”)

Fee Total	\$1,319,213.50
Less: 15% Agreed Discount	<u>\$197,882.07</u>
Total Fees Requested	\$1,121,331.43
Disbursements Total	<u>\$28,830.16</u>
Total Fees Plus Disbursements	\$1,150,161.59

Summary of Amounts Requested for Previous Periods

Total Previous Fees and Expenses Requested:	\$9,546,274.54
Total Fees and Expenses Allowed to Date:	\$0.00
Total Retainer Remaining:	\$750,000.00
Total Holdback:	\$1,865,060.98
Total Received by Applicant:	\$7,627,380.35

Name of Professional and Title	Year Admitted	Hours	Rate	Fee
Richard D. Anigian Partner	1985	54.8	\$1,200.00	\$65,760.00
David Clark Partner	2010	0.5	\$850.00	\$425.00
Mark Erickson Partner	1982	1.7	\$1,050.00	\$1,785.00
Matt Ferris Partner	2004	157.2	\$1,000.00	\$157,200.00
Brad Foster Partner	1990	5.5	\$1,100.00	\$6,050.00
Matthew Frankle Partner	2000	61.2	\$1,150.00	\$70,380.00
Aimee Furness Partner	2000	82.1	\$1,000.00	\$82,100.00
Alexander Grishman Partner	2006	63.6	\$1,075.00	\$68,370.00
Charlie M. Jones Partner	2008	6.6	\$1,000.00	\$6,600.00
Glenn Kangisser Partner	2005	0.5	\$880.00	\$440.00
Richard Kanowitz Partner	1992	206.4	\$1,400.00	\$288,960.00
Lisa Mark Partner	1998	0.6	\$795.00	\$477.00
J. Frasher Murphy Partner	1999	113.1	\$1,100.00	\$124,410.00
Leslie C. Thorne Partner	2004	5.5	\$1,100.00	\$6,050.00
Kourtney Lyda Counsel	1999	7.6	\$1,050.00	\$7,980.00
Annie Allison Associate	2014	0.5	\$800.00	\$400.00
Jordan Chavez Associate	2018	141.8	\$775.00	\$109,895.00
Angel Rendon Associate	2021	0.9	\$660.00	\$594.00
Re’Necia Sherald Associate	2020	45.1	\$630.00	\$28,413.00
Brian Singleterry Associate	2015	44.9	\$730.00	\$32,777.00
Lauren Sisson Associate	2018	158.2	\$710.00	\$112,322.00

Name of Professional and Title	Year Admitted	Hours	Rate	Fee
David Staab Associate	2014	0.9	\$900.00	\$810.00
Tom Zavala Associate	2019	175.6	\$730.00	\$128,188.00
Kim Morzak Paralegal	N/A	25.4	\$525.00	\$13,335.00
Ken Rusinko Paralegal	N/A	5.1	\$525.00	\$2,677.50
DiAnna Gaeta Discovery Project Manager	N/A	5.1	\$475.00	\$2,422.50
Stacie Schmidt Librarian	0.2	0.2	\$300.00	\$60.00
Patti Zerwas Discovery Project Manager	N/A	0.7	\$475.00	\$332.50
TOTALS		1,371.30		\$1,319,213.50

SECTION II
SUMMARY OF SERVICES

Services Rendered	Hours	Fees
Asset Analysis	17.1	\$18,361.50
Bid Procedures & Sale Process	14.5	\$16,335.00
Avoidance Actions	3.0	\$2,506.00
Business Operations	18.2	\$21,210.00
Case Administration	13.8	\$11,261.00
Claims Administration & Objections	96.7	\$80,320.00
Fee/Employment Applications	39.3	\$32,627.50
Contested Matters	14.0	\$13,329.00
Plan & Disclosure Statement	196.3	\$213,220.50
General Litigation	78.7	\$77,725.00
Hearings and Court Matters	36.1	\$46,041.50
Insurance & Surety Matters	15.4	\$16,835.50
SOFAs and Schedules	2.1	\$2,177.00
Emergent Proceedings	17.7	\$14,995.50
Tax Matters	0.8	\$574.00
FTX/Alameda Proceedings	191.8	\$169,702.50
Travel Time	7.0	\$6,768.00
International Issues	23.5	\$27,869.50
Executory Contracts & Unexpired Leases	42.5	\$31,233.00
Discovery	1.8	\$1,750.00
Corporate Governance/Securities/Board Matters	9.7	\$12,955.00
Preparation of Motions, Applications & Other Pleadings	26.7	\$25,669.00
Reporting	1.6	\$2,120.00
Communications with Creditors	16.6	\$16,871.50
Trademark Issues	0.5	\$400.00
Core Scientific Issues	118.5	\$126,549.00
Class Action Lawsuits	5.8	\$6,872.00
Three Arrows Proceedings / Claims	218.3	\$200,854.00
BlockFi Wallet	3.1	\$3,327.00
Digistar Recovery	92.7	\$81,017.00
Vrai Nom Litigation	47.5	\$37,737.00
SERVICES TOTALS	1,371.30	\$1,319,213.50
Less: 15% Agreed Discount		(\$197,882.07)
TOTAL REQUESTED FEES		\$1,121,331.43

SECTION III
SUMMARY OF DISBURSEMENTS

Disbursements	Amount
Courier Services	\$32.21
Database Creation	\$750.00
Lexis	\$582.00
Load Third Party Productions	\$2,422.00
Meals and Entertainment	\$712.62
Pacer Service Center	\$61.10
Service of Process	\$1,050.62
Transcripts and Tapes of Hearings	\$212.40
Travel Expense	\$474.45
Trial prep/Tech time	\$910.00
Westlaw	\$21,622.76
DISBURSEMENTS TOTAL	\$28,830.16

**SECTION IV
CASE HISTORY**

- (1) Date cases filed: November 28, 2022
- (2) Chapter under which case commenced: Chapter 11
- (3) Date of retention: January 25, 2023, *nunc pro tunc* to November 28, 2022. *See Exhibit A.*
If limit on number of hours or other limitations to retention, set forth: n/a
- (4) Summarize in brief the benefits to the estate and attach supplements as needed:²
 - (a) The Applicant continued coordination with the Department of Justice with respect to the shares at issue in the adversary proceeding against Emergent and the FTX/Emergent chapter 11 cases and prepared and filed BlockFi's additional claims in the FTX/Emergent chapter 11 cases.
 - (b) The Applicant continued prosecuting and negotiating certain contested matters against Core Scientific in Core's pending chapter 11 case in the USBC: SDTX-22-90341.
 - (c) The Applicant continued coordination with the joint provisional liquidators of BlockFi International and its counsel in connection with the company's wind-up petition pending in the Supreme Court of Bermuda and the proposed plan in the Chapter 11 Cases.
 - (d) The Applicant negotiated with multiple governmental agencies, including the Department of Justice and state authorities, on the Debtors' regulatory requirements, including the government's seizure warrants and licensing requirements.
 - (e) The Applicant participated in numerous, extensive formal and informal negotiations with the Debtors' other advisors, the Committee and other parties in interest relating to the Debtors' Chapter 11 Cases, the proposed Plan, and matters concerning the administration of the Debtors' estates, including but not limited to preparations for wallet withdrawals and certain of the matters indicated herein.
 - (f) The Applicant coordinated with the Debtors' other advisors and assisted with revising the proposed Plan and Disclosure Statement to address Disclosure

² The following summary is intended to highlight the general categories of services the Applicant rendered on behalf of the Debtors and for the benefit of the estates; it is not intended to itemize each and every professional service which the Applicant performed.

Statement objections and prepared for obtaining conditional approval of the Disclosure Statement.

- (g) The Applicant maintained extensive communication with the Debtors' large client base to answer inquiries related to the Chapter 11 Cases, wallet withdrawals, and claims reconciliation process.
- (h) The Applicant reviewed various executory contracts of the Debtors and assisted the Debtors with rejecting certain contracts that were burdensome to the estates.
- (i) The Applicant reviewed filed claims and prepared strategies, analyses, objections, and, when necessary, filed adversary proceedings with respect to same.
- (j) The Applicant rendered all other services set forth on the invoices attached hereto as **Exhibit B**.³

³ The invoices attached hereto as Exhibit B contain detailed descriptions of the services rendered and expenses incurred by the Applicant during the Compensation Period. These invoices have been redacted to protect attorney-client privileged communications, descriptions of attorney research, and attorney-created materials under the work-product doctrine.

(5) Anticipated distribution to creditors:

- (a) Administrative expense: Unknown at this time.
- (b) Secured creditors: Unknown at this time.
- (c) Priority creditors: Unknown at this time.
- (d) General unsecured creditors: Unknown at this time.

(6) Final disposition of case and percentage of dividend paid to creditors: This is the eighth monthly fee statement. Final dividend percentages are unknown at this time.

Exhibit A

Retention Order



**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

Caption in Compliance with D.N.J. LBR 9004-1(b)

COLE SCHOTZ P.C.

Michael D. Sirota, Esq. (NJ Bar No. 014321986)
Warren A. Usatine, Esq. (NJ Bar No. 025881995)
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(201) 489-3000
msirota@coleschotz.com
wusatine@coleschotz.com

KIRKLAND & ELLIS LLP

KIRKLAND & ELLIS INTERNATIONAL LLP
Joshua A. Sussberg, P.C. (admitted *pro hac vice*)
Christine A. Okike, P.C. (admitted *pro hac vice*)
601 Lexington Avenue
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jsussberg@kirkland.com
christine.okike@kirkland.com

HAYNES AND BOONE, LLP

Richard S. Kanowitz, Esq. (NJ Bar No. 047911992)
Kenric D. Kattner, Esq. (admitted *pro hac vice*)
30 Rockefeller Plaza, 26th Floor
New York, New York 10112
(212) 659-7300
richard.kanowitz@haynesboone.com
kenric.kattner@haynesboone.com

Proposed Attorneys for Debtors and Debtors in Possession

In re:

BLOCKFI INC., *et al.*,

Debtors.¹

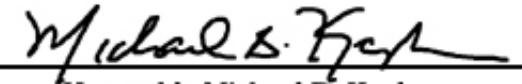
Chapter 11
Case No. 22-19361 (MBK)
(Jointly Administered)

**ORDER APPROVING THE EMPLOYMENT AND RETENTION OF HAYNES
AND BOONE, LLP AS BANKRUPTCY CO-COUNSEL FOR THE DEBTORS
AND DEBTORS IN POSSESSION EFFECTIVE AS OF THE PETITION DATE**

The relief set forth on the following pages, numbered two (2) through seven (7) is

ORDERED.

DATED: January 24, 2023



Honorable Michael B. Kaplan
United States Bankruptcy Judge

(Page 2)

Debtors: BlockFi Inc.

Case No. 22-19361(MBK)

Caption of Order: ORDER APPROVING THE EMPLOYMENT AND RETENTION OF HAYNES AND BOONE, LLP AS BANKRUPTCY CO-COUNSEL FOR THE DEBTORS AND DEBTORS IN POSSESSION EFFECTIVE AS OF THE PETITION DATE

Upon consideration of the application (the “Application”)¹ of BlockFi Inc. and its debtor affiliates, as debtors and debtors in possession in the above-captioned Chapter 11 Cases (collectively, the “Debtors”), pursuant to sections 327(a), 329, and 330 of the Bankruptcy Code, Bankruptcy Rule 2014, and Local Rule 2014-1, authorizing the Debtors to employ and retain Haynes and Boone, LLP (“Haynes and Boone”) as their bankruptcy co-counsel in these proceedings effective as of the Petition Date; and the Court having jurisdiction to decide the Application and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334 and the Standing Order of Reference to the Bankruptcy Court Under Title 11 of the United States District Court for the District of New Jersey, dated September 18, 2012 (Simandle, C.J.); and consideration of the Application and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and notice of the Application having been given as provided in the Application, and such notice having been adequate and appropriate under the circumstances; and it appearing that no other or further notice of the Application need be provided; and upon the Declarations of Richard Kanowitz, Esq. and Zachary Prince in support thereof; and the Court being satisfied that Haynes and Boone does not hold or represent any interest adverse to the Debtors, their estates, or their creditors, and is a disinterested person within the meaning of sections 327 and 101(14) of the Bankruptcy Code, and that said employment would be in the best interest of the Debtors and their respective estates, and that the legal and factual bases set forth in the Application establish just

¹ Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Application.

(Page 3)

Debtors: BlockFi Inc.

Case No. 22-19361(MBK)

Caption of Order: ORDER APPROVING THE EMPLOYMENT AND RETENTION OF HAYNES AND BOONE, LLP AS BANKRUPTCY CO-COUNSEL FOR THE DEBTORS AND DEBTORS IN POSSESSION EFFECTIVE AS OF THE PETITION DATE

cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Application is **GRANTED** to the extent set forth herein.

2. In accordance with sections 327(a), 329, and 330 of the Bankruptcy Code, the Debtors are hereby authorized and empowered to employ and retain Haynes and Boone as their bankruptcy co-counsel in these Chapter 11 Cases effective as of the Petition Date.

3. Any and all compensation to be paid to Haynes and Boone for services rendered on the Debtors' behalf shall be fixed by application to this Court in accordance with sections 330 and 331 of the Bankruptcy Code, such Federal Rules and Local Rules as may then be applicable, and any orders entered in these cases governing the compensation and reimbursement of professionals for services rendered and charges and disbursements incurred. Haynes and Boone also shall make a reasonable effort to comply with the U.S. Trustee's requests for information and additional disclosures as set forth in the Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of November 1, 2013 (the "U.S. Trustee Guidelines"), both in connection with the Application and the interim and final fee applications to be filed by Haynes and Boone in the Chapter 11 Cases.

4. The Debtors are authorized to take all actions necessary to carry out this Order.

(Page 4)

Debtors: BlockFi Inc.

Case No. 22-19361(MBK)

Caption of Order: ORDER APPROVING THE EMPLOYMENT AND RETENTION OF HAYNES AND BOONE, LLP AS BANKRUPTCY CO-COUNSEL FOR THE DEBTORS AND DEBTORS IN POSSESSION EFFECTIVE AS OF THE PETITION DATE

5. In order to avoid any duplication of effort and provide services to the Debtors in the most efficient and cost-effective manner, Haynes and Boone shall coordinate with Cole Schotz, P.C., Kirkland & Ellis LLP, Kirkland & Ellis International LLP, and any additional firms the Debtors retain regarding their respective responsibilities in these Chapter 11 Cases. As such, Haynes and Boone shall use its best efforts to avoid duplication of services provided by any of the Debtors' other retained professionals in these Chapter 11 Cases.

6. Prior to applying any increases in its hourly rates beyond the rates set forth in the Application, Haynes and Boone shall provide ten (10) business days' prior notice of any such increases to the Debtors, the United States Trustee, and any official committee appointed in the Debtors' Chapter 11 Cases, which shall set forth the requested rate increase and explain the basis for the requested rate increase, and shall file such notice with the Court. All parties-in-interest retain all rights to object to any rate increase on all grounds, including the reasonableness standard set forth in section 330 of the Bankruptcy Code, and the Court retains the right to review any rate increase pursuant to section 330 of the Bankruptcy Code.

7. Haynes and Boone (i) shall only bill 50% for non-working travel; (ii) shall not seek the reimbursement of any fees or costs, including attorney fees and costs, arising from the defense of any of Haynes and Boone's fee applications in this case; (iii) shall use billing and expense categories that include those set forth in the US Trustee Guidelines (Exhibit D-1 "Summary of Compensation Requested by Project Category"); and (iv) shall provide any and all monthly fee

(Page 5)

Debtors: BlockFi Inc.

Case No. 22-19361(MBK)

Caption of Order: ORDER APPROVING THE EMPLOYMENT AND RETENTION OF HAYNES AND BOONE, LLP AS BANKRUPTCY CO-COUNSEL FOR THE DEBTORS AND DEBTORS IN POSSESSION EFFECTIVE AS OF THE PETITION DATE

statements, interim fee applications, and final fee applications in “LEDES” format to the United States Trustee.

8. Upon entry of a Final Order on the Motion to Redact all Personally Identifiable Information [Docket No. 4] (the “Redaction Motion”), Haynes and Boone will disclose the information that the Court orders to be unredacted, if any, through a supplemental declaration. Further, if the Court denies the Motion to Seal Confidential Transaction Parties on the Retention Applications [Docket No. 127], Haynes and Boone will, through a supplemental declaration, disclose the identities of all counterparties that were filed under seal, and the connections of Haynes and Boone to such potential counterparties.

9. Notwithstanding anything in the Application or the Kanowitz Declarations to the contrary, Haynes and Boone shall seek reimbursement from the Debtors’ estates for its engagement-related expenses at the firm’s actual cost paid.

10. Notwithstanding anything in the Application and the Kanowitz Declarations to the contrary, Haynes and Boone shall (i) to the extent that Haynes and Boone uses the services of independent contractors (collectively, the “Contractors”) in these cases, pass through the cost of such Contractors at the same rate that Haynes and Boone pays the Contractors; (ii) seek reimbursement for actual costs only; (iii) ensure that the Contractors are subject to the same conflicts checks as required for Haynes and Boone; (iv) file with the Court such disclosures required by Bankruptcy Rule 2014; and (v) attach any such Contractor invoices to its monthly fee statements, interim fee applications and/or final fee applications filed in these Chapter 11 Cases.

(Page 6)

Debtors: BlockFi Inc.

Case No. 22-19361(MBK)

Caption of Order: ORDER APPROVING THE EMPLOYMENT AND RETENTION OF HAYNES AND BOONE, LLP AS BANKRUPTCY CO-COUNSEL FOR THE DEBTORS AND DEBTORS IN POSSESSION EFFECTIVE AS OF THE PETITION DATE

11. Notwithstanding anything in the Application and Kanowitz Declarations to the contrary, all parties-in-interest reserve the right to object to any application for the payment of pre-petition fees to the extent those fees are not specifically related to the preparation and the filing of the Debtors' Chapter 11 Cases.

12. No agreement or understanding exists between Haynes and Boone and any other person, other than as permitted by Bankruptcy Code section 504, to share compensation received for services rendered in connection with these Chapter 11 Cases, nor shall Haynes and Boone share or agree to share compensation received for services rendered in connection with these Chapter 11 Cases with any other person other than as permitted by Bankruptcy Code section 504.

13. Notwithstanding anything to the contrary in the November 11, 2022 retainer agreement by and between the Debtors and Haynes and Boone, the \$750,000 retainer balance as of the petition date is a security retainer and may be held during the Chapter 11 Cases and applied upon order of the Court after approval of a final fee application.

14. Notwithstanding anything to the contrary in the November 11, 2022 retainer agreement by and between the Debtors and Haynes and Boone, during the pendency of these Chapter 11 Cases, any reference to arbitration shall not be applicable. The Court shall have exclusive jurisdiction over Haynes and Boone's engagement during the pendency of these Chapter 11 Cases.

15. Notwithstanding anything to the contrary in the November 11, 2022 retainer agreement by and between the Debtors and Haynes and Boone, during the pendency of these

(Page 7)

Debtors: BlockFi Inc.

Case No. 22-19361(MBK)

Caption of Order: ORDER APPROVING THE EMPLOYMENT AND RETENTION OF HAYNES AND BOONE, LLP AS BANKRUPTCY CO-COUNSEL FOR THE DEBTORS AND DEBTORS IN POSSESSION EFFECTIVE AS OF THE PETITION DATE

Chapter 11 Cases, termination of Haynes and Boone will only be allowed upon entry of an Order by the Court.

16. The Debtors are authorized to take all actions necessary to carry out this Order.

17. To the extent the Application, the Kanowitz Declarations, or any engagement agreement pertaining to this retention is inconsistent with this Order, the terms of this Order shall govern.

18. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, and/or enforcement of this Order.

Exhibit B

July 1, 2023 – July 31, 2023 Invoices

HAYNES BOONE

Invoice Number: 21605329
Invoice Date: August 25, 2023
Matter Name: Asset Analysis
Client/Matter Number: 0063320.00002
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through July 31, 2023

Total Fees	\$18,361.50
Adjustment (15% Discount)	\$ (2,754.23)
Total Adjusted Fees	\$15,607.27
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$15,607.27
Total Invoice Balance Due	USD \$15,607.27

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: 111-000-025 Operating Account No.: 018-08-3729-4

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: 0260-0959-3 Operating Account No.: 018-08-3729-4

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21605329** • Client Number **0063320.00002** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21605329
Matter Name: Asset Analysis
Client/Matter Number: 0063320.00002
Billing Attorney: Alexander Grishman

August 25, 2023
Page 2 of 4

For Professional Services Through July 31, 2023

Professional Fees

Date	Timekeeper	Description	Hours
07/01/23	Matthew Frankle	Draft agreement for sale of 183 machines regarding refund to [REDACTED] and purchase by [REDACTED]	1.00
07/02/23	Angel Rendon	Review and revise proposed execution version of Purchase and Sale Agreement.	0.90
07/03/23	Matt Ferris	Review draft of agreement for sale of [REDACTED] machines (.4); respond to correspondence with BlockFi team regarding same (.1).	0.50
07/03/23	Matthew Frankle	Draft response to comments regarding purchase agreement for [REDACTED] machines.	0.30
07/04/23	Matthew Frankle	Draft revisions to purchase agreement regarding [REDACTED]	0.30
07/06/23	Matt Ferris	Review and respond to correspondence with UCC regarding status of motion to approve sale and assignment of [REDACTED] loans (.3); follow up correspondence with BlockFi team regarding status of discussions with loan purchaser (.3).	0.60
07/07/23	Matthew Frankle	Prepare response to [REDACTED] on [REDACTED] held machines.	0.20
07/09/23	Matt Ferris	Review correspondence regarding [REDACTED] loan assignment status and next steps.	0.10
07/10/23	Matt Ferris	Review and consideration of status and next steps with respect to [REDACTED] loan assignments (.3); review correspondence regarding same (.2)	0.50
07/10/23	Matthew Frankle	Review of [REDACTED] offers and negotiations (.4); draft email to UCC on current status of same (.4).	0.80
07/10/23	Matthew Frankle	Review and draft revisions to purchase agreement with [REDACTED]	0.30
07/11/23	Matt Ferris	Review and respond to correspondence regarding status and next steps with respect to remaining institutional loan portfolio matters.	0.50
07/11/23	Matthew Frankle	Draft responses to [REDACTED] counsel regarding [REDACTED] machine sale.	0.30
07/11/23	Matthew Frankle	Review of previous [REDACTED] assignments and negotiations (.5); draft of summary email to BR regarding [REDACTED] current and historical status (.4).	0.90
07/12/23	Matthew Frankle	Review and diligence purchase order for assignment of [REDACTED] machines.	0.30
07/13/23	Matt Ferris	Conference call with BlockFi team regarding institutional loan matters.	1.00

Invoice Number: 21605329
Matter Name: Asset Analysis
Client/Matter Number: 0063320.00002
Billing Attorney: Alexander Grishman

August 25, 2023
Page 3 of 4

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/13/23	Matthew Frankle	Participate in institutional loan call with BlockFi.	1.00
07/13/23	Matthew Frankle	Draft revisions to purchase agreement with [REDACTED] regarding 183 machines (.2); review of original purchase agreement and existence of purchase order (.3).	0.50
07/14/23	Matthew Frankle	Review of changes from [REDACTED] (.2); coordination of execution (.1).	0.30
07/17/23	Matt Ferris	Review and respond to correspondence regarding JV matters.	0.30
07/18/23	Matt Ferris	Conference call with BlockFi team regarding institutional loan matters.	0.80
07/18/23	Matthew Frankle	Participate in institutional loan call with BlockFi.	0.80
07/20/23	Matt Ferris	Review correspondence regarding status of loan assignments.	0.20
07/20/23	Matthew Frankle	Review of [REDACTED] membership loan regarding BlockFi inquiry on payment dates.	0.20
07/21/23	Matthew Frankle	Review correspondence with [REDACTED] regarding 183 machines.	0.20
07/25/23	Jordan Chavez	Review and analyze revised variance report and budget (.2); correspond with BRG regarding same (.1).	0.30
07/25/23	Matt Ferris	Conference call with BlockFi team regarding institutional loan matters.	0.50
07/25/23	Matthew Frankle	Participate in institutional loan call with BlockFi business and legal.	0.50
07/25/23	Matthew Frankle	Participate in calls with buyer of 183 [REDACTED] machines (.7); review and analysis of language from [REDACTED] for release (.5); draft email to [REDACTED] and [REDACTED] and Buyer regarding instructions on payment and release (.4).	1.60
07/26/23	Matthew Frankle	Discussion and analysis with [REDACTED] on release of machines (.7); draft email to [REDACTED] and [REDACTED] requesting confirmation of release (.4).	1.10
07/28/23	Matthew Frankle	Correspondence and negotiation with buyer of 183 [REDACTED] machines.	0.30

Chargeable Hours 17.10

Total Fees	\$18,361.50
Adjustment (15% Discount)	\$ (2,754.23)
Total Adjusted Fees	\$15,607.27

Invoice Number: 21605329

August 25, 2023

Matter Name: Asset Analysis

Page 4 of 4

Client/Matter Number: 0063320.00002

Billing Attorney: Alexander Grishman

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Matt Ferris	5.00	\$1,000.00	\$5,000.00
Matthew Frankle	10.90	\$1,150.00	\$12,535.00
Angel Rendon	0.90	\$660.00	\$594.00
Jordan Chavez	0.30	\$775.00	<u>\$232.50</u>
Total Professional Summary			\$18,361.50

Total Fees, Expenses and Charges **\$15,607.27**

Total Amount Due **USD \$15,607.27**

HAYNES BOONE

Invoice Number: 21605328
Invoice Date: August 25, 2023
Matter Name: Bid Procedures & Sale Process
Client/Matter Number: 0063320.00003
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through July 31, 2023

Total Fees	\$16,335.00
Adjustment (15% Discount)	\$ (2,450.25)
Total Adjusted Fees	\$13,884.75
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$13,884.75
Total Invoice Balance Due	USD \$13,884.75

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21605328** • Client Number **0063320.00003** • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21605328
Matter Name: Bid Procedures & Sale Process
Client/Matter Number: 0063320.00003
Billing Attorney: Alexander Grishman

August 25, 2023
Page 2 of 4

For Professional Services Through July 31, 2023

Professional Fees

Date	Timekeeper	Description	Hours
07/01/23	Matthew Frankle	Review and comment on draft of response letter to [REDACTED]	3.30
07/05/23	Matt Ferris	Review and comment on response to [REDACTED] demand letter (.6); follow up correspondence regarding next steps (.3).	0.90
07/05/23	Matthew Frankle	Review and draft revisions to Letter responding to demands by [REDACTED].	1.70
07/05/23	Alexander Grishman	Review and provide comments to response to demand letter from [REDACTED] [REDACTED].	1.00
07/05/23	Richard Kanowitz	Review, analyze and edit response of BlockFi to demand letter of [REDACTED] concerning refund for mining equipment.	0.20
07/05/23	Tom Zavala	Review and analyze [REDACTED] demand letter and asset purchase agreement (.5); revise draft response letter to [REDACTED] (.5).	1.00
07/06/23	Matt Ferris	Prepare for and participate in conference call with counsel for [REDACTED] regarding post-sale closing dispute (.5); analysis and consideration of next steps related to same (.4).	0.90
07/06/23	Matthew Frankle	Prepare for (.2) and participate in call with [REDACTED] counsel on APA (.3).	0.50
07/07/23	Matt Ferris	Review and consideration of open issues and next steps with respect to post-closing dispute with [REDACTED]	0.40
07/09/23	Matt Ferris	Review correspondence regarding status and next steps with respect to [REDACTED] purchase price adjustment dispute.	0.10
07/10/23	Matt Ferris	Analysis of issues regarding [REDACTED] purchase price adjustment (.4); follow up correspondence with BlockFi team regarding same (.2).	0.60
07/10/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED] demand and BlockFi counter proposal on [REDACTED] [REDACTED]	0.40
07/10/23	Richard Kanowitz	Review and analyze [REDACTED] demand and BlockFi counter proposal on release of escrow for mining equipment sale transaction.	0.40
07/11/23	Matt Ferris	Analyze issues regarding [REDACTED] sale matters and next steps.	0.20
07/11/23	Matthew Frankle	Review of valuation numbers related to mining equipment (.2); draft of summary email to Brown Rudnick regarding release of escrow to [REDACTED] (.4).	0.60

Invoice Number: 21605328

August 25, 2023

Matter Name: Bid Procedures & Sale Process

Page 3 of 4

Client/Matter Number: 0063320.00003

Billing Attorney: Alexander Grishman

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/11/23	Richard Kanowitz	Review and respond to emails to/from UCC counsel concerning sale of loan portfolio to [REDACTED]	0.30
07/11/23	Richard Kanowitz	Review and respond to emails to/from UCC counsel concerning [REDACTED] disputed sale of mining equipment.	0.30
07/12/23	Matthew Frankle	Draft email response to BlockFi regarding advice on release of escrow.	0.20
07/12/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED] demand for damages for defective mining equipment and related matters.	0.60
07/14/23	Matthew Frankle	Review summary of UCC position on [REDACTED].	0.10
07/15/23	Richard Kanowitz	Review and respond to emails to/from UCC counsel, BlockFi legal and financial teams concerning proposed settlement of [REDACTED] claims for breach of sale agreement on mining equipment.	0.40
07/28/23	Matt Ferris	Review and respond to correspondence with [REDACTED] regarding purchase price adjustment dispute.	0.20
07/28/23	Matthew Frankle	Correspondence with [REDACTED] counsel on delta between value of delivered machines.	0.20

Chargeable Hours 14.50

Total Fees	\$16,335.00
Adjustment (15% Discount)	\$ (2,450.25)
Total Adjusted Fees	\$13,884.75

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Alexander Grishman	1.00	\$1,075.00	\$1,075.00
Matt Ferris	3.30	\$1,000.00	\$3,300.00
Matthew Frankle	6.60	\$1,150.00	\$7,590.00
Richard Kanowitz	2.60	\$1,400.00	\$3,640.00
Tom Zavala	1.00	\$730.00	<u>\$730.00</u>
Total Professional Summary			\$16,335.00

Total Fees, Expenses and Charges **\$13,884.75**

Invoice Number: 21605328

August 25, 2023

Matter Name: Bid Procedures & Sale Process

Page 4 of 4

Client/Matter Number: 0063320.00003

Billing Attorney: Alexander Grishman

Total Amount Due

USD \$13,884.75

HAYNES BOONE

Invoice Number: 21605327
Invoice Date: August 25, 2023
Matter Name: Avoidance Actions
Client/Matter Number: 0063320.00004
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through July 31, 2023

Total Fees	\$2,506.00
Adjustment (15% Discount)	\$ (375.90)
Total Adjusted Fees	\$2,130.10
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$2,130.10
Total Invoice Balance Due	USD \$2,130.10

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21605327** • Client Number **0063320.00004** • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21605327

Matter Name: Avoidance Actions

Client/Matter Number: 0063320.00004

Billing Attorney: Alexander Grishman

August 25, 2023

Page 2 of 2

For Professional Services Through July 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/11/23	ReNecia Sherald	Research and review Third Circuit authorities on preferential transfers.	2.20
07/12/23	Richard Kanowitz	Review and respond to emails to/from UCC counsel concerning potential preference exposure impacting return of assets to clients.	0.80

Chargeable Hours 3.00

Total Fees	\$2,506.00
Adjustment (15% Discount)	\$ (375.90)
Total Adjusted Fees	\$2,130.10

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Richard Kanowitz	0.80	\$1,400.00	\$1,120.00
ReNecia Sherald	2.20	\$630.00	\$1,386.00

Total Professional Summary \$2,506.00

Total Fees, Expenses and Charges \$2,130.10

Total Amount Due USD \$2,130.10

HAYNES BOONE

Invoice Number: 21605326
Invoice Date: August 25, 2023
Matter Name: Business Operations
Client/Matter Number: 0063320.00005
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through July 31, 2023

Total Fees	\$21,210.00
Adjustment (15% Discount)	\$ (3,181.50)
Total Adjusted Fees	\$18,028.50
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$18,028.50
Total Invoice Balance Due	USD \$18,028.50

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: 111-000-025 Operating Account No.: 018-08-3729-4

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: 0260-0959-3 Operating Account No.: 018-08-3729-4

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21605326** • Client Number **0063320.00005** • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21605326
Matter Name: Business Operations
Client/Matter Number: 0063320.00005
Billing Attorney: Alexander Grishman

August 25, 2023
Page 2 of 4

For Professional Services Through July 31, 2023

Professional Fees

Date	Timekeeper	Description	Hours
07/02/23	Richard Kanowitz	Prepare for and conduct conference call with COO on [REDACTED].	0.40
07/03/23	Richard Kanowitz	Prepare for and conduct conference call with UCC counsel (Ken Aulet) concerning cost containment and related matters.	0.20
07/03/23	Richard Kanowitz	Prepare for and conduct conference calls with GC and COO of BlockFi concerning [REDACTED]	0.60
07/05/23	Jordan Chavez	Review and analyze MNAT invoices (.2); correspond with UCC counsel and US Trustee regarding same (.1).	0.30
07/05/23	Richard Kanowitz	Review and respond to emails to/from CRO, BlockFi legal and financial teams concerning [REDACTED]	0.60
07/05/23	Richard Kanowitz	Prepare for and conduct conference call with Kroll and BRG on cost containment measures.	0.30
07/06/23	Richard Kanowitz	Prepare for and conduct conference call with COO and CRO on [REDACTED]	0.40
07/07/23	Matthew Frankle	Draft response to BlockFi on inquiries regarding housing contract with proposed tenant at JV.	0.30
07/09/23	Matthew Frankle	Review of audit engagement letter for JV (.6); revisions to instruction letter to security firm (.5).	1.10
07/10/23	Matthew Frankle	Review of tax engagement letter for JV.	0.40
07/11/23	Richard Kanowitz	Review and respond to emails to/from BRG, CRO, BlockFi legal and financial teams concerning [REDACTED]	0.40
07/11/23	Richard Kanowitz	Review and analyze cost containment analysis prepared by company and BRG.	0.80
07/12/23	Jordan Chavez	Review and analyze OCP invoices (.3); correspond with Mr. Cheela regarding same (.1).	0.40
07/12/23	Richard Kanowitz	Review and respond to emails to/from BRG, M3 and BlockFi legal and financial teams concerning [REDACTED]	0.60
07/14/23	Alexander Grishman	Review question on Directors and Officers insurance policy.	0.70

Invoice Number: 21605326
Matter Name: Business Operations
Client/Matter Number: 0063320.00005
Billing Attorney: Alexander Grishman

August 25, 2023
Page 3 of 4

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/17/23	Jordan Chavez	Review and analyze OCP invoices (.1); correspond with US Trustee and committee counsel regarding same (.1).	0.20
07/17/23	Matthew Frankle	Review of cash management order (.3); render advice to BlockFi regarding JV and opening of bank accounts (.3).	0.60
07/17/23	Alexander Grishman	Review and analyze Creditors' Committee's filed report regarding Debtors' and director's/officer's actions related to FTX and 3AC.	1.40
07/18/23	Matthew Frankle	Review of minutes regarding bank account opening.	0.20
07/19/23	Matthew Frankle	Review JV response letter to [REDACTED] (.3); review Co-Location License for payment adjustment terms (.6); review invoices regarding same (.2); draft response letter to [REDACTED] (1.5).	2.60
07/20/23	Jordan Chavez	Correspond with BRG regarding revised budget.	0.30
07/21/23	Jordan Chavez	Review and analyze revised budget (.1); correspond with BRG regarding same (.1).	0.20
07/25/23	Jordan Chavez	Correspond with BlockFi regarding committee file data transfer (.2); correspond with BlockFi regarding Deloitte fee statement (.1).	0.30
07/25/23	Matthew Frankle	Review of responses from [REDACTED] regarding dispute over credit adjustments.	0.20
07/25/23	Richard Kanowitz	Review and respond to emails to/from BRG and BlockFi legal and financial teams concerning cash management and DIP accounts at First Citizens bank.	0.30
07/26/23	Jordan Chavez	Correspond with BlockFi regarding [REDACTED] collection notices and revisions to same.	0.20
07/26/23	Matthew Frankle	Prepare draft of letter to JV tenant regarding adjustment to fees and reservation of rights.	3.30
07/27/23	Matthew Frankle	Draft revisions to [REDACTED] response letter regarding payment of fees.	0.60
07/28/23	Matthew Frankle	Conference with BlockFi JV team on rebate dispute with [REDACTED].	0.30

Chargeable Hours 18.20

Total Fees	\$21,210.00
Adjustment (15% Discount)	\$ (3,181.50)
Total Adjusted Fees	\$18,028.50

Invoice Number: 21605326

Matter Name: Business Operations

Client/Matter Number: 0063320.00005

Billing Attorney: Alexander Grishman

August 25, 2023

Page 4 of 4

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Alexander Grishman	2.10	\$1,075.00	\$2,257.50
Matthew Frankle	9.60	\$1,150.00	\$11,040.00
Richard Kanowitz	4.60	\$1,400.00	\$6,440.00
Jordan Chavez	1.90	\$775.00	<u>\$1,472.50</u>
Total Professional Summary			\$21,210.00

Total Fees, Expenses and Charges **\$18,028.50**

Total Amount Due **USD \$18,028.50**

HAYNES BOONE

Invoice Number: 21605325
Invoice Date: August 25, 2023
Matter Name: Case Administration
Client/Matter Number: 0063320.00006
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through July 31, 2023

Total Fees	\$11,261.00
Adjustment (15% Discount)	\$ (1,689.15)
Total Adjusted Fees	\$9,571.85
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$9,571.85
Total Invoice Balance Due	USD \$9,571.85

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21605325** • Client Number **0063320.00006** • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21605325
Matter Name: Case Administration
Client/Matter Number: 0063320.00006
Billing Attorney: Alexander Grishman

August 25, 2023
Page 2 of 4

For Professional Services Through July 31, 2023

Professional Fees

Date	Timekeeper	Description	Hours
07/03/23	Matt Ferris	Review and consideration of timing issues regarding updated plan and disclosure statement schedule.	0.30
07/04/23	Matthew Frankle	Review of letter to UCC regarding confidential designations.	0.20
07/05/23	Matt Ferris	Review and consideration of timing and logistics regarding case and hearing schedule.	0.30
07/06/23	Kimberly Morzak	Upload entered order to database.	0.10
07/07/23	Matthew Frankle	Review of committee letter regarding confidentiality designations.	0.20
07/07/23	ReNecia Sherald	Review and analyze objection to Motion to Convert (.4); review, analyze, and revise 9019 Motion (1.4).	1.80
07/10/23	Matt Ferris	Review and consideration of status, open issues, and next steps with respect to loan portfolio and pending litigation proceedings.	0.90
07/11/23	Alexander Grishman	Review and analyze budget and expense issues regarding pending litigation proceedings.	1.10
07/11/23	Kimberly Morzak	Coordinate retrieval of hearing transcript from Genesis Holdco case.	0.40
07/11/23	ReNecia Sherald	Review and analyze updated docket report and recently filed pleadings, with particular emphasis on Exclusivity Reply and UCC unsealing motion.	1.00
07/12/23	Kimberly Morzak	Update calendars with new hearing dates and related deadlines (.2); review and circulate July 6 Genesis hearing transcript (.2).	0.40
07/14/23	Richard Kanowitz	Review and respond to emails and voice mail from reporters and news agencies seeking comments from BlockFi on UCC filings and unseal report.	0.80
07/14/23	Kimberly Morzak	Upload entered orders to database.	0.10
07/14/23	J. Frasher Murphy	Review updated case docket report and recently filed pleadings and notices.	0.40
07/14/23	Lauren Sisson	Correspondence with local counsel about hearing dates and matters scheduled for August and September.	0.40
07/17/23	Tom Zavala	Review upcoming hearing dates and case deadlines.	0.20
07/18/23	J. Frasher Murphy	Review updated case docket report and recently filed pleadings and notices.	0.40

Invoice Number: 21605325
Matter Name: Case Administration
Client/Matter Number: 0063320.00006
Billing Attorney: Alexander Grishman

August 25, 2023
Page 3 of 4

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/21/23	Richard Kanowitz	Review and analyze notices of appearance and related pleadings filed by counsel for 1031 Deferred and SBF.	0.20
07/21/23	Kimberly Morzak	Download entered orders from docket and post to database.	0.30
07/21/23	J. Frasher Murphy	Review consent orders entered by Court regarding bar date and discharge objection.	0.40
07/21/23	Kenneth J. Rusinko	Monitor docket, review, and calendar deadlines with respect to (i) Bridge Order Extending Exclusivity; (ii) Notice of Hearing on same; and (iii) Order Extending Deadline for NJ Securities Bureau to File Dischargeability Complaint.	0.50
07/25/23	Kenneth J. Rusinko	Review Court's notice regarding hearing on 7-27-23 and advise team.	0.10
07/26/23	Kimberly Morzak	Review of upcoming case deadlines and hearing dates (.4); review notice of amended confirmation timeline and update calendars (.2).	0.60
07/26/23	Kenneth J. Rusinko	Review and calendar deadlines for team in connection with upcoming hearings and related deadlines.	0.40
07/26/23	ReNecia Sherald	Review and analyze issues related to claim objections and Plan.	1.00
07/26/23	Tom Zavala	Correspondence with BlockFi legal teams regarding upcoming hearings and case deadlines.	0.40
07/27/23	Kimberly Morzak	Coordinate retrieval of Genesis hearing transcript for Ms. Sisson.	0.40
07/27/23	J. Frasher Murphy	Review updated docket report and recently filed pleadings and notices.	0.50

Chargeable Hours 13.80

Total Fees	\$11,261.00
Adjustment (15% Discount)	\$ (1,689.15)
Total Adjusted Fees	\$9,571.85

Invoice Number: 21605325

Matter Name: Case Administration

Client/Matter Number: 0063320.00006

Billing Attorney: Alexander Grishman

August 25, 2023

Page 4 of 4

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Alexander Grishman	1.10	\$1,075.00	\$1,182.50
J. Frasher Murphy	1.70	\$1,100.00	\$1,870.00
Matt Ferris	1.50	\$1,000.00	\$1,500.00
Matthew Frankle	0.40	\$1,150.00	\$460.00
Richard Kanowitz	1.00	\$1,400.00	\$1,400.00
Lauren Sisson	0.40	\$710.00	\$284.00
ReNecia Sherald	3.80	\$630.00	\$2,394.00
Tom Zavala	0.60	\$730.00	\$438.00
Kenneth J. Rusinko	1.00	\$525.00	\$525.00
Kimberly Morzak	2.30	\$525.00	<u>\$1,207.50</u>

Total Professional Summary **\$11,261.00**

Total Fees, Expenses and Charges **\$9,571.85**

Total Amount Due **USD \$9,571.85**

HAYNES BOONE

Invoice Number: 21605324
Invoice Date: August 25, 2023
Matter Name: Claims Administration and Objections
Client/Matter Number: 0063320.00007
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through July 31, 2023

Total Fees	\$80,320.00
Adjustment (15% Discount)	\$ (12,048.00)
Total Adjusted Fees	\$68,272.00
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$68,272.00
Total Invoice Balance Due	USD \$68,272.00

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: 111-000-025 Operating Account No.: 018-08-3729-4

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: 0260-0959-3 Operating Account No.: 018-08-3729-4

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number 21605324 • Client Number 0063320.00007 • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21605324

Matter Name: Claims Administration and Objections

Client/Matter Number: 0063320.00007

Billing Attorney: Alexander Grishman

August 25, 2023

Page 2 of 7

For Professional Services Through July 31, 2023

Professional Fees

Date	Timekeeper	Description	Hours
07/02/23	J. Frasher Murphy	Analysis of estate administrative claims.	0.60
07/03/23	Richard Kanowitz	Review and respond to emails to/from counsel to Arch concerning BlockFi objection to Arch indemnity claims on bonds for MTLs.	0.40
07/03/23	J. Frasher Murphy	Review correspondence from Arch's counsel regarding claim objection and request for information (.4); analysis and strategy development regarding response to same (.3).	0.70
07/05/23	J. Frasher Murphy	Analysis of disputed issues regarding Arch claims (.4); analysis of [REDACTED] (.6); analysis of issues regarding document requests from Arch and documentation requested to Arch in support of its claims (.3); prepare for and participate in conference call with Arch's counsel regarding claim objection and document requests (.8); analysis of follow-up issues related to objection deadline and production of documents (.5); emails with counsel for UCC regarding Arch claims and procedural matters regarding same (.5).	3.10
07/05/23	Lauren Sisson	Research case law regarding [REDACTED] (.9); analyze [REDACTED] (1.1); prepare summary of same (.5).	2.50
07/06/23	J. Frasher Murphy	Analysis of procedural matters concerning Arch claim objection (.3); correspondence with Arch's counsel concerning adjournment, document production, and related matters (.4).	0.70
07/06/23	Lauren Sisson	Correspondence with client and BRG on post-confirmation claims objections (.4); correspondence with local counsel on rescheduling third omnibus claim objection hearing (.2).	0.60
07/06/23	Lauren Sisson	Research and legal analysis [REDACTED]	2.30
07/06/23	Leslie C. Thorne	Strategy development regarding objection to [REDACTED] claim.	0.20
07/07/23	J. Frasher Murphy	Correspondence with counsel for Arch regarding extension of response deadline and related matters.	0.30
07/07/23	Lauren Sisson	Correspondence with client regarding [REDACTED] and proofs of claim.	0.20
07/07/23	Lauren Sisson	Correspondence with client regarding [REDACTED]	0.30
07/10/23	Richard D. Anigian	Strategize regarding claim objections.	0.50

Invoice Number: 21605324

Matter Name: Claims Administration and Objections

Client/Matter Number: 0063320.00007

Billing Attorney: Alexander Grishman

August 25, 2023

Page 3 of 7

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/10/23	Brian Singletary	Analyze status of claims and options for objecting and defending plan.	0.90
07/10/23	Lauren Sisson	Strategy development regarding structure and content of claims estimation motions (1.5); review clients documents regarding [REDACTED] (.4).	1.90
07/10/23	Tom Zavala	Review and analyze claims and documentation filed by creditor (.4); cross-reference creditor's claims against omnibus motions to reject in preparation for discussion with creditor (.3).	0.70
07/11/23	Richard Kanowitz	Review and respond to emails to/from DOJ (Seth Shapiro) on extension of bar date for DOJ.	0.30
07/11/23	Lauren Sisson	Correspondence with DOJ and NJ Securities on extensions of bar date and 523 deadlines.	0.40
07/11/23	Lauren Sisson	Strategy development regarding claim objections and claims estimation motions (.5); conduct research on same (.9).	1.40
07/12/23	Richard D. Anigian	Analysis and communications regarding estimation motion.	0.60
07/12/23	Alexander Grishman	Review [REDACTED] proof of claim in connection with settlement amounts owed.	0.50
07/12/23	J. Frasher Murphy	Review and analyze Chapter 11 Plan provisions governing claim objections, allowance, and distributions (.6); strategy development regarding claim objections, claims estimation, and allowance/reserve issues (.9); correspondence with counsel for Arch regarding continued hearing and response deadline on claim objection (.3).	1.80
07/12/23	Lauren Sisson	Continue research on [REDACTED] [REDACTED]	3.90
07/12/23	Lauren Sisson	Correspondence with local counsel on adjournment of claims objection hearing and discovery.	0.50
07/13/23	Richard D. Anigian	Analyze issues and authorities regarding [REDACTED] (1.2); review and analysis of Genesis claims estimation July 6 hearing transcript in connection with same (1.4).	2.60
07/13/23	Jordan Chavez	Review and analyze response to Gerro claim objection (.8); correspond with Gerro's counsel regarding same (.2).	1.00
07/13/23	Mark Erickson	Review and analyze Gerro filings.	1.00
07/13/23	Alexander Grishman	Review comprehensive response from G. Gerro to Debtors' objection (1.7); review draft responses to Gerro objection, including responses based on history of Gerro litigation (.8).	2.50

Invoice Number: 21605324

Matter Name: Claims Administration and Objections

Client/Matter Number: 0063320.00007

Billing Attorney: Alexander Grishman

August 25, 2023

Page 4 of 7

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/13/23	Lauren Sisson	Review and analyze Gerro response to claim objection and cross-motion to allow claim for voting.	2.10
07/14/23	Jordan Chavez	Correspond with Debtors' professionals and Gerro counsel regarding claim objection and cross motion.	0.40
07/14/23	Mark Erickson	Strategy development in connection with Gerro cross-motion.	0.30
07/14/23	Kimberly Morzak	Review Stoll motion to allow late filed claim and calendar hearing on same.	0.20
07/14/23	Lauren Sisson	Correspondence with counsel for claimant regarding objection to claim and motion to estimate (1.1); correspondence with counsel for claimant regarding motion to file late claim (.7); analysis of legal issues on late filed claim (.3).	2.10
07/17/23	Jordan Chavez	Correspond with Gerro's counsel regarding claim objection and cross motion for estimation (.8); review and revise stipulation draft and correspond with BlockFi, UCC, Gerro's counsel and Debtors' professionals regarding same (.6); correspond with BlockFi regarding strategy for next round of claim objections (.3).	1.70
07/17/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams and UCC counsel concerning scheduling order for Gerro claim objection and estimation cross-motion.	0.30
07/17/23	J. Frasher Murphy	Analysis of document production issues related to Arch objection.	0.30
07/17/23	Lauren Sisson	Draft stipulation regarding claims objection and motion to estimate (1.4); correspondence with G. Gerro and counsel regarding edits/additions (.9); correspondence with UCC and client regarding same (1.1); edit stipulation for final review (.4).	3.80
07/17/23	Lauren Sisson	Participate in discussion of claims objection and cross-motion to estimate with G. Gerro and counsel.	2.10
07/18/23	Jordan Chavez	Review and revise July 20 adjournment request (.4); correspond with Ms. Yudkin regarding claim objection orders (.2).	0.60
07/18/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams and UCC counsel concerning scheduling order for Gerro claim objection and estimation cross-motion.	0.20
07/18/23	ReNecia Sherald	Review and analyze Third Circuit authorities regarding [REDACTED]	5.50
07/18/23	Lauren Sisson	Correspondence with G. Gerro and counsel regarding stipulation (.4); correspondence with local counsel, client and UCC regarding same (.9); draft explanation for adjournment request and review local draft for filing (1.1).	2.40
07/18/23	Lauren Sisson	Conduct research on [REDACTED] [REDACTED]	2.90

Invoice Number: 21605324

Matter Name: Claims Administration and Objections

Client/Matter Number: 0063320.00007

Billing Attorney: Alexander Grishman

August 25, 2023

Page 5 of 7

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/19/23	Jordan Chavez	Numerous emails with BlockFi regarding claims reconciliation progress, timeline, and go-forward strategy (.8); analysis and strategy development regarding same (.6).	1.40
07/19/23	J. Frasher Murphy	Review and analyze documents to be produced to Arch (.8); analysis of discovery issues regarding same (.6); communications with Arch's counsel regarding documents produced (.2).	1.60
07/19/23	Lauren Sisson	Analysis of document production issues in connection with Arch document request (.3); review documents produced by client regarding same (.5); draft correspondence to Arch counsel regarding document production (.3).	1.10
07/19/23	Lauren Sisson	Prepare for and participate in call with client on claim objection responses, future planned objections, and plan language regarding same (2.6); prepare orders on previous claim objections (.3); correspondence with client and Kroll regarding registry updates (.3).	3.20
07/19/23	Lauren Sisson	Correspondence with A. Grishman regarding state regulatory entity proofs of claim.	0.20
07/20/23	Richard Kanowitz	Review and analyze notices of claim transfers from retail clients to institutional investors.	0.30
07/20/23	Lauren Sisson	Analysis of procedural issues regarding FTX/3AC claims objections.	0.90
07/20/23	Lauren Sisson	Correspondence with client regarding exhibit for Kroll to update registry.	0.30
07/20/23	Lauren Sisson	Analysis and strategy development regarding upcoming claim objection (.9); conduct research on [REDACTED] (.8).	1.70
07/21/23	Jordan Chavez	Correspond with BlockFi and debtors' professionals regarding pre-confirmation claim reconciliation process (.7); pursue legal strategy regarding same (.8).	1.50
07/21/23	Alexander Grishman	Review and analysis of fact patterns in claims objections regarding 3AC and FTX in Genesis Chapter 11.	1.80
07/21/23	J. Frasher Murphy	Review Orders entered on claim objections.	0.50
07/24/23	Jordan Chavez	Review and analyze changes to omnibus objection exhibits for Kroll (.2); correspond with BlockFi regarding same (.1).	0.30
07/24/23	Lauren Sisson	Correspondence with client on content and timing of next omnibus claim objection (1.2); correspondence with [REDACTED] regarding multiple proofs of claim filed (.3); review and analyze vendor proof of claim (.9).	2.40
07/25/23	Jordan Chavez	Review and revise [REDACTED] (.8); correspond with BlockFi regarding same (.2); correspond with BRG and BlockFi regarding late filed claims analysis, next round of omnibus objections, and pre-solicitation objection strategy (1.0).	2.00

Invoice Number: 21605324

Matter Name: Claims Administration and Objections

Client/Matter Number: 0063320.00007

Billing Attorney: Alexander Grishman

August 25, 2023

Page 6 of 7

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/25/23	Richard Kanowitz	Review and respond to emails to/from BRG, BlockFi legal and financial teams concerning omnibus objections to late filed claims against BlockFi.	0.70
07/25/23	Richard Kanowitz	Review and respond to emails to/from UCC counsel concerning claims reconciliation process and related matters.	0.60
07/25/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED].	0.60
07/25/23	J. Frasher Murphy	Analysis and strategy formulation regarding confirmation schedule, claim objections, and related matters.	0.60
07/25/23	Lauren Sisson	Correspond with Kroll regarding customer information updates.	0.20
07/25/23	Lauren Sisson	Correspondence with opposing counsel regarding motion to file late claim (.3); finalize analysis on vendor proof of claim for client (.4); correspondence with client on strategy for vendor objection (.3); correspondence with UCC on upcoming claim objections (.2).	1.20
07/25/23	Leslie C. Thorne	Review and analyze issues related to [REDACTED] claim.	0.20
07/26/23	Richard D. Anigian	Address issues regarding estimation motions.	0.50
07/26/23	Jordan Chavez	Correspond with BlockFi, Kroll, and BRG regarding claims reconciliation and objection timeline and strategy.	0.90
07/26/23	Lauren Sisson	Participate in calls with client, BlockFi legal advisors, and Kroll on solicitation procedures (1.5); correspondence with client legal team on [REDACTED] (.7); analyze and review certain proofs of claim for objection (1.2); conduct research on [REDACTED] (1.3); prepare summary of upcoming objection to seized accounts and send same to UCC for review (.3).	5.00
07/27/23	Jordan Chavez	Correspond with BlockFi regarding claims objection issues and solicitation concerns for contested claims.	0.80
07/27/23	Lauren Sisson	Correspondence with client and BlockFi legal team on upcoming omnibus objections.	1.90
07/27/23	Lauren Sisson	Review and analyze structure and content of notices, motions, and proposed orders for upcoming claims objections (1.2); correspondence with Kroll regarding notice issues and related procedural matters (.3).	1.50
07/28/23	Lauren Sisson	Review deadlines for upcoming omnibus claims objections.	1.90
07/31/23	Jordan Chavez	Correspond with Committee counsel regarding claims objections and reconciliation (.4); review and revise language in seventh omnibus objection (.2); review and analyze late filed claim withdrawal (.1); correspond with Debtors' professionals regarding same (.1).	0.80

Invoice Number: 21605324

Matter Name: Claims Administration and Objections

Client/Matter Number: 0063320.00007

Billing Attorney: Alexander Grishman

August 25, 2023

Page 7 of 7

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/31/23	Matt Ferris	Review and respond to correspondence from BlockFi team regarding objections to claims of certain institutional loan counterparties (.3); consideration and development of strategy with respect to same (.4).	0.70
07/31/23	Richard Kanowitz	Prepare for and conduct conference call with UCC counsel concerning preparation of additional claim objections and related matters.	0.40
07/31/23	J. Frasher Murphy	Prepare for and participate in call with UCC counsel regarding pending claim objections and additional objections to be filed.	0.40
07/31/23	Lauren Sisson	Prepare for and participate in call on claims objections with UCC (.4); correspondence with client on exhibits for seventh and eighth omnibus claims objections (.9).	1.30

Chargeable Hours 96.70

Total Fees	\$80,320.00
Adjustment (15% Discount)	\$ (12,048.00)
Total Adjusted Fees	\$68,272.00

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Alexander Grishman	4.80	\$1,075.00	\$5,160.00
J. Frasher Murphy	10.60	\$1,100.00	\$11,660.00
Leslie C. Thorne	0.40	\$1,100.00	\$440.00
Mark Erickson	1.30	\$1,050.00	\$1,365.00
Matt Ferris	0.70	\$1,000.00	\$700.00
Richard D. Anigian	4.20	\$1,200.00	\$5,040.00
Richard Kanowitz	3.80	\$1,400.00	\$5,320.00
Brian Singletary	0.90	\$730.00	\$657.00
Jordan Chavez	11.40	\$775.00	\$8,835.00
Lauren Sisson	52.20	\$710.00	\$37,062.00
ReNecia Sherald	5.50	\$630.00	\$3,465.00
Tom Zavala	0.70	\$730.00	\$511.00
Kimberly Morzak	0.20	\$525.00	\$105.00

Total Professional Summary \$80,320.00

Total Fees, Expenses and Charges \$68,272.00

Total Amount Due USD \$68,272.00

HAYNES BOONE

Invoice Number: 21605323
Invoice Date: August 25, 2023
Matter Name: Fee/Employment Applications
Client/Matter Number: 0063320.00009
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through July 31, 2023

Total Fees	\$32,627.50
Adjustment (15% Discount)	\$ (4,894.13)
Total Adjusted Fees	\$27,733.37
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$27,733.37
Total Invoice Balance Due	USD \$27,733.37

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: 111-000-025 Operating Account No.: 018-08-3729-4

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: 0260-0959-3 Operating Account No.: 018-08-3729-4

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21605323** • Client Number **0063320.00009** • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21605323
Matter Name: Fee/Employment Applications
Client/Matter Number: 0063320.00009
Billing Attorney: Alexander Grishman

August 25, 2023
Page 2 of 3

For Professional Services Through July 31, 2023

Professional Fees

Date	Timekeeper	Description	Hours
07/05/23	Kourtney Lyda	Review and respond to inquiries regarding Haynes and Boone fee statement.	0.40
07/05/23	Kimberly Morzak	Prepare exhibits to monthly fee statement for privilege and to ensure compliance with US Trustee guidelines.	5.20
07/06/23	Alexander Grishman	Review and revise addendums for privilege and compliance with UST guidelines.	0.70
07/06/23	Kimberly Morzak	Continue preparing exhibits to fee statement for privilege and compliance with fee examiner and US Trustee guidelines.	3.80
07/11/23	Kourtney Lyda	Prepare exhibits to monthly fee statement relating to privilege.	2.50
07/12/23	Richard Kanowitz	Review and analyze UCC legal advisor fee applications.	0.20
07/12/23	Kourtney Lyda	Review, revise and redact exhibits to monthly fee statement.	2.30
07/13/23	Kourtney Lyda	Further revise and redact monthly fee statement.	0.50
07/13/23	Kimberly Morzak	Communications with local counsel regarding certificate of no objection for May fee and expense statement.	0.20
07/17/23	Richard Kanowitz	Review and respond to emails to/from UCC, Bermuda JPLs, BlockFi legal and financial teams concerning OCP monthly fee statements.	0.20
07/18/23	Kourtney Lyda	Continue to work on Haynes and Boone's Monthly Fee Statement, including revising statement and exhibits, and redacting for privilege.	1.10
07/19/23	Alexander Grishman	Finish review of attorney time entries for privilege and redactions.	2.30
07/19/23	Kourtney Lyda	Analyze privilege and redaction issues (.3); revise monthly fee statements to reflect same (.4).	0.80
07/21/23	Kimberly Morzak	Draft seventh monthly fee and expense statement and exhibits.	2.60
07/24/23	Alexander Grishman	Further review of fee statements and addendums for privilege and redactions.	3.20
07/25/23	Richard D. Anigian	Review June 2023 fee applications to identify privilege issues.	2.40
07/25/23	Alexander Grishman	Review and update redactions for litigation and other contested matters (1.4); review redactions to litigation services (1.1).	2.50
07/25/23	Kimberly Morzak	Prepare redactions to invoices for June fee and expense statement.	3.70

Invoice Number: 21605323

August 25, 2023

Matter Name: Fee/Employment Applications

Page 3 of 3

Client/Matter Number: 0063320.00009

Billing Attorney: Alexander Grishman

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/26/23	Jordan Chavez	Review, revise, and redact monthly fee statement.	1.70
07/26/23	Alexander Grishman	Review addendum to fee application (.6); final review of privilege and redactions items for fee application (.9).	1.50
07/26/23	Kimberly Morzak	Finalize redactions to June invoices.	1.10
07/27/23	Kimberly Morzak	Prepare amended seventh monthly fee statement and coordinate filing of same (.3); correspondence to Ms. Frejka forwarding Haynes Boone's seventh monthly fee statement and supporting documentation (.1).	0.40

Chargeable Hours 39.30

Total Fees	\$32,627.50
Adjustment (15% Discount)	\$ (4,894.13)
Total Adjusted Fees	\$27,733.37

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Alexander Grishman	10.20	\$1,075.00	\$10,965.00
Richard D. Anigian	2.40	\$1,200.00	\$2,880.00
Richard Kanowitz	0.40	\$1,400.00	\$560.00
Jordan Chavez	1.70	\$775.00	\$1,317.50
Kourtney Lyda	7.60	\$1,050.00	\$7,980.00
Kimberly Morzak	17.00	\$525.00	<u>\$8,925.00</u>

Total Professional Summary **\$32,627.50**

Total Fees, Expenses and Charges	\$27,733.37
Total Amount Due	USD \$27,733.37

HAYNES BOONE

Invoice Number: 21605322
Invoice Date: August 25, 2023
Matter Name: Contested Matters
Client/Matter Number: 0063320.00012
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through July 31, 2023

Total Fees	\$13,329.00
Adjustment (15% Discount)	\$ (1,999.35)
Total Adjusted Fees	\$11,329.65
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$11,329.65
Total Invoice Balance Due	USD \$11,329.65

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

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NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21605322** • Client Number **0063320.00012** • Attorney Alexander Grishman

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Invoice Number: 21605322
Matter Name: Contested Matters
Client/Matter Number: 0063320.000012
Billing Attorney: Alexander Grishman

August 25, 2023
Page 2 of 3

For Professional Services Through July 31, 2023

Professional Fees

Date	Timekeeper	Description	Hours
07/02/23	J. Frasher Murphy	Review proposed schedule for contested hearings on exclusivity, disclosure statement, motion to unseal, and motion to convert.	0.40
07/06/23	Alexander Grishman	Meeting with J. Mayers to discuss various issues related to litigation and corporate matters.	0.90
07/07/23	Jordan Chavez	Review, analyze, and revise settlement agreement with [REDACTED] and correspond with BlockFi regarding same.	1.10
07/07/23	J. Frasher Murphy	Review ad hoc wallet holders' response to UCC Motion to Appoint Trustee.	0.30
07/08/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED]	0.60
07/10/23	Alexander Grishman	Perform final review of special committee report.	1.40
07/12/23	Jordan Chavez	Correspond with BlockFi regarding [REDACTED] settlement agreement.	0.50
07/13/23	Jordan Chavez	Correspond with BlockFi regarding [REDACTED] settlement agreement revisions.	1.00
07/13/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED]	0.30
07/14/23	Alexander Grishman	Review redacted copy of report filed by Unsecured Creditors' Committee.	0.80
07/14/23	J. Frasher Murphy	Review and analyze report filed by Committee regarding BlockFi and Chapter 11 filing.	0.80
07/19/23	Jordan Chavez	Correspond with [REDACTED] counsel regarding settlement.	0.20
07/20/23	Jordan Chavez	Review and analyze [REDACTED] collection issues (.2); correspond with BlockFi regarding same (.1).	0.30
07/21/23	Jordan Chavez	Review and revise [REDACTED] settlement agreement (1.9); correspond with [REDACTED] counsel regarding same (.2).	2.10
07/24/23	Lauren Sisson	Analyze open issues regarding UST redaction motion hearing on 8/17.	0.40
07/25/23	Jordan Chavez	Correspond with trustee regarding redaction hearing.	0.20

Invoice Number: 21605322
Matter Name: Contested Matters
Client/Matter Number: 0063320.000012
Billing Attorney: Alexander Grishman

August 25, 2023
Page 3 of 3

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/25/23	Jordan Chavez	Review and analyze [REDACTED] comments to term sheet (.8); correspond with [REDACTED] counsel and BlockFi regarding same (.2); correspond with [REDACTED] counsel and BlockFi regarding collection notices (.3).	1.30
07/25/23	Kenneth J. Rusinko	Review two Stipulations concerning governmental claims in Adv. Proc. 23-1144 and filing of dischargeability complaint (.2); advise team regarding filings (.2).	0.40
07/26/23	Richard Kanowitz	Review and analyze revised settlement agreement with [REDACTED] [REDACTED]	0.40
07/26/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED] [REDACTED]	0.60

Chargeable Hours 14.00

Total Fees	\$13,329.00
Adjustment (15% Discount)	\$ (1,999.35)
Total Adjusted Fees	\$11,329.65

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Alexander Grishman	3.10	\$1,075.00	\$3,332.50
J. Frasher Murphy	1.50	\$1,100.00	\$1,650.00
Richard Kanowitz	1.90	\$1,400.00	\$2,660.00
Jordan Chavez	6.70	\$775.00	\$5,192.50
Lauren Sisson	0.40	\$710.00	\$284.00
Kenneth J. Rusinko	0.40	\$525.00	\$210.00

Total Professional Summary \$13,329.00

Total Fees, Expenses and Charges	\$11,329.65
Total Amount Due	USD \$11,329.65

HAYNES BOONE

Invoice Number: 21605321
Invoice Date: August 25, 2023
Matter Name: Plan and Disclosure Statement
Client/Matter Number: 0063320.00014
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through July 31, 2023

Total Fees	\$213,220.50
Adjustment (15% Discount)	\$ (31,983.08)
Total Adjusted Fees	\$181,237.42
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$181,237.42
Total Invoice Balance Due	USD \$181,237.42

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: 111-000-025 Operating Account No.: 018-08-3729-4

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: 0260-0959-3 Operating Account No.: 018-08-3729-4

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21605321** • Client Number **0063320.00014** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21605321
Matter Name: Plan and Disclosure Statement
Client/Matter Number: 0063320.000014
Billing Attorney: Alexander Grishman

August 25, 2023
Page 2 of 12

For Professional Services Through July 31, 2023

Professional Fees

Date	Timekeeper	Description	Hours
07/01/23	Alexander Grishman	Review SEC comments to Plan and Disclosure Statement (.6); review and analyze responses to same (.5).	1.10
07/01/23	Richard Kanowitz	Review revised solicitation package and related materials for contested Plan and Disclosure Statement proceedings.	0.90
07/03/23	Alexander Grishman	Review analysis regarding UCC claims/issues that were addressed in the amended Plan.	0.60
07/03/23	Alexander Grishman	Review amended Disclosure Statement and revised cover letter.	1.00
07/03/23	J. Frasher Murphy	Review revised exhibits to Disclosure Statement and cover letter to claim holders regarding Plan.	1.30
07/05/23	Richard D. Anigian	Review SEC's limited objections and reservation of rights (.2); analyze issues regarding [REDACTED] (.6).	0.80
07/05/23	Jordan Chavez	Review and revise claims procedures in Plan.	0.30
07/05/23	Alexander Grishman	Review Three Arrows' objections to Plan and Disclosure Statement (1.0); review FTX debtors' objections to Plan and Disclosure Statement (.9); review SEC objections to Plan and Disclosure Statement (.2).	2.10
07/05/23	Richard Kanowitz	Review and respond to emails to/from counsel to Ankura and DOJ (Seth Shapiro) concerning edits and modifications to Plan and related Disclosure Statement.	0.30
07/05/23	Richard Kanowitz	Review and analyze SEC objection and reservation of rights to Plan and related Disclosure Statement.	0.30
07/05/23	J. Frasher Murphy	Review SEC's objection to Disclosure Statement (.4); review Disclosure Statement objection filed by 3AC (.5); review Disclosure Statement objection filed by FTX (.4).	1.30
07/05/23	Brian Singletary	Review objection to Disclosure Statement filed by 3AC (.2); review objection to Disclosure Statement filed by FTX (.5).	0.70
07/05/23	Lauren Sisson	Review and analyze claims objection language in Disclosure Statement.	0.40
07/06/23	Richard D. Anigian	Strategize regarding 3AC objection to Disclosure Statement.	0.50
07/06/23	Jordan Chavez	Strategy development regarding Disclosure Statement hearing and confirmation timeline.	0.40

Invoice Number: 21605321
Matter Name: Plan and Disclosure Statement
Client/Matter Number: 0063320.000014
Billing Attorney: Alexander Grishman

August 25, 2023
Page 3 of 12

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/06/23	Matt Ferris	Review and analysis of draft of reply in support of extension of exclusivity and provide preliminary comments to same.	0.70
07/06/23	J. Frasher Murphy	Review and comment on draft 9019 motion with Released Parties under Plan (1.0); analyze further revised draft of 9019 motion (.4).	1.40
07/06/23	ReNecia Sherald	Review and analyze Disclosure Statement objections (1.4); prepare summary regarding the same (.8); review and summarize Disclosure Statement approval standards (.9).	3.10
07/07/23	Jordan Chavez	Review and analyze [REDACTED] and caselaw regarding same.	1.80
07/07/23	Matt Ferris	Further review and comment on reply in support of extension of exclusivity (.8); review revised draft of reply in support of extension of exclusivity (.3).	1.10
07/07/23	Matthew Frankle	Review and revise reply in support of motion to extend exclusivity.	1.60
07/07/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning edits and modifications to Debtors' reply on motion to extend exclusivity.	0.90
07/09/23	Jordan Chavez	Review and analyze issues regarding claims estimation proceedings in relation to disclosure statement and confirmation timeline.	1.50
07/09/23	J. Frasher Murphy	Review and analyze further revised drafts of exclusivity motion and motion to compromise claims with insiders.	0.80
07/10/23	Richard D. Anigian	Revise 9019 motion (1.3); revise reply to exclusivity motion (.7); revise response to motion to unseal (.5); multiple communications with BlockFi regarding above (.3).	2.80
07/10/23	Jordan Chavez	Strategy development regarding estimation motions and Disclosure Statement hearing (1.2); review and analyze pleadings and caselaw on estimation (1.5).	2.70
07/11/23	Richard D. Anigian	Strategize in preparation for July 13 chambers' conference and hearing (.6); review communications regarding insurance documents/confidentiality designations with UCC (.2).	0.80
07/11/23	Jordan Chavez	Review and analyze [REDACTED] (.8); prepare [REDACTED] (1.2); pursue strategy regarding same (.3).	2.30
07/12/23	Richard D. Anigian	Analyze open issues with UCC related to Disclosure Statement, Plan and 9019 motion.	0.40
07/12/23	Jordan Chavez	Review and analyze research findings on [REDACTED]	0.70
07/12/23	Lauren Sisson	Analysis of legal issues regarding 9019 motion, sealing motion, and exclusivity motion.	1.90

Invoice Number: 21605321
 Matter Name: Plan and Disclosure Statement
 Client/Matter Number: 0063320.00014
 Billing Attorney: Alexander Grishman

August 25, 2023
 Page 4 of 12

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/13/23	Richard D. Anigian	Pursue strategy regarding matters set for July 13 hearing (.4); communications with BlockFi International's JPL's and their counsel regarding same (.5).	0.90
07/13/23	Jordan Chavez	Correspond with JPLs regarding Disclosure Statement and plan confirmation issues (.7); review and analyze pleadings and caselaw related to confirmation issues (1.0).	1.70
07/13/23	J. Frasher Murphy	Review entered bridge order on exclusivity (.2); analysis of timing considerations related to DS approval, solicitation, and related matters (.4).	0.60
07/14/23	Richard D. Anigian	Multiple communications with BlockFi legal team in connection with settlement counter requested by court (.3); strategy conference with counsel for JPL's regarding above and pending 9019 motion (.3).	0.60
07/14/23	Matthew Frankle	Review of proposed settlement term sheet.	0.20
07/14/23	Alexander Grishman	Review Debtor Settlement Term Sheet.	0.40
07/14/23	J. Frasher Murphy	Review and analyze draft settlement term sheet between the estate and certain insiders.	0.50
07/17/23	Richard D. Anigian	Strategize regarding court conference and options regarding potential resolution of 9019 motion (.5); extended conference call with BlockFi team regarding same (.9); analyze issues regarding UCC position (.4).	1.80
07/17/23	Jordan Chavez	Review and analyze mediation term sheets (.4); correspond with BlockFi regarding same (.2).	0.60
07/17/23	Matthew Frankle	Review and analysis of settlement term sheet.	0.40
07/17/23	J. Frasher Murphy	Analysis of potential settlement terms for 9019 motion and Plan (.6); review and analyze of UCC terms and conditions regarding same (.4); pursue strategy regarding negotiations with UCC and implication on Plan (.5); review and analyze draft of comprehensive settlement term sheet to resolve Plan and 9019 motion (.6); follow-up analysis and strategy development regarding same (.5).	2.60
07/18/23	Richard D. Anigian	Analyze issues related to potential resolution of issues with UCC and term sheets related to same (1.6); participate in conference call with BlockFi regarding same (.5).	2.10
07/18/23	Matt Ferris	Review and analysis of plan term sheet (.5); correspondence with BlockFi regarding same (.2).	0.70
07/18/23	Alexander Grishman	Review emails regarding term sheet for mediation settlement (.6); review comments to term sheet from Mr. Prince's and Ms. Marquez's counsel (.8); review revised draft of term sheet (.7).	2.10

Invoice Number: 21605321
Matter Name: Plan and Disclosure Statement
Client/Matter Number: 0063320.000014
Billing Attorney: Alexander Grishman

August 25, 2023
Page 5 of 12

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/18/23	Richard Kanowitz	Review and respond to emails to/from CEO and counsel, and COO and counsel concerning [REDACTED] [REDACTED]	0.80
07/18/23	Richard Kanowitz	Review, analyze and edit UCC proposed term sheet to resolve Plan and Disclosure Statement disputes.	1.20
07/18/23	Richard Kanowitz	Prepare for and conduct conference call with CEO and counsel, COO and counsel and BlockFi GC concerning [REDACTED] [REDACTED]	0.90
07/18/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning edits and modifications to UCC proposed term sheet to resolve Plan and Disclosure Statement disputes.	0.80
07/18/23	Richard Kanowitz	Review and analyze CEO and COO comments to revised proposed term sheet to resolve Plan and Disclosure Statement disputes with UCC.	1.10
07/18/23	J. Frasher Murphy	Review updated drafts of settlement term sheet with UCC (.6); analysis of issues regarding [REDACTED] (.4); review and analyze remaining open issues on Plan negotiations with UCC (.5).	1.50
07/19/23	Richard D. Anigian	Analysis of issues related to potential settlement of 9019 and Disclosure Statement issues (1.4); review various proposed terms related to same (.9).	2.30
07/19/23	Jordan Chavez	Review and analyze multiple revised term sheets with committee.	0.80
07/19/23	Matt Ferris	Review and analysis of revised drafts of plan term sheet.	0.60
07/19/23	Matthew Frankle	Review updated drafts of settlement term sheet.	0.40
07/19/23	Alexander Grishman	Review revisions to settlement term sheet from UCC (1.2); review communications regarding open issues on the settlement term sheet (.9); review communication from Judge Kaplan regarding the term sheet negotiations/mediation (.2).	2.30
07/19/23	Richard Kanowitz	Review, analyze and edit multiple drafts of Plan term sheet to settle disputes with UCC on Plan and Disclosure Statement.	1.80
07/19/23	Richard Kanowitz	Prepare for and attend mediation with counsel for UCC on Plan and Disclosure Statement disputes with UCC.	7.30
07/19/23	J. Frasher Murphy	Review and analyze updated draft of settlement term sheet with UCC (.6); analysis of remaining open issues with UCC (.3).	0.90
07/19/23	Lauren Sisson	Analysis of open issues regarding UCC settlement negotiations (.5); review and analyze [REDACTED] (.9).	1.40

Invoice Number: 21605321
Matter Name: Plan and Disclosure Statement
Client/Matter Number: 0063320.000014
Billing Attorney: Alexander Grishman

August 25, 2023
Page 6 of 12

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/20/23	Richard D. Anigian	Review multiple turns of settlement term sheet and related communications in connection with 9019 motion and Disclosure Statement and Plan (.7); conference call with JPL's in connection with same (.5).	1.20
07/20/23	Jordan Chavez	Review and analyze revised term sheet with committee (.4); correspond Debtors' professionals' regarding revisions to same (.2).	0.60
07/20/23	Matt Ferris	Review and analysis of further revised drafts of plan settlement term sheet (.5) and correspondence regarding same (.1).	0.60
07/20/23	Alexander Grishman	Review revised term sheet (.4); review communications regarding final open issues on term sheet (.8); call with Mr. Mayers to discuss term sheet (.4).	1.60
07/20/23	Richard Kanowitz	Review and respond to emails to/from UCC counsel concerning edits and comments to Plan term sheet to settle disputes with UCC on Plan and Disclosure Statement.	1.40
07/20/23	Richard Kanowitz	Review and respond to emails to/from CEO and counsel, COO and counsel concerning [REDACTED] [REDACTED]	0.80
07/20/23	Richard Kanowitz	Review and analyze cases and precedents for [REDACTED] [REDACTED]	2.20
07/20/23	J. Frasher Murphy	Review and analyze updated draft of settlement term sheet with UCC (.5); analysis of issues regarding [REDACTED] (.3); review case law regarding same (.4).	1.20
07/20/23	Lauren Sisson	Analysis and strategy development regarding Disclosure Statement timeline and solicitation issues.	0.30
07/21/23	Richard D. Anigian	Conference call with JPL's regarding potential resolution with JPLs.	0.50
07/21/23	Alexander Grishman	Review revised term sheet for mediation settlement.	1.40
07/21/23	J. Frasher Murphy	Review and analyze final version of settlement term sheet with UCC.	0.50
07/24/23	Richard D. Anigian	Review comments to 3AC and FTX estimation motions (.3); prepare additional revisions to both motions (1.1); analysis regarding post-confirmation stay (.2).	1.60
07/24/23	Jordan Chavez	Correspond with BlockFi and Kroll regarding solicitation procedures and revisions to same (.7); review and revise third amended Plan (2.0).	2.70
07/24/23	Lauren Sisson	Call with BlockFi legal and financial teams and Kroll regarding solicitation and balloting procedures.	0.50

Invoice Number: 21605321
 Matter Name: Plan and Disclosure Statement
 Client/Matter Number: 0063320.00014
 Billing Attorney: Alexander Grishman

August 25, 2023
 Page 7 of 12

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/25/23	Jordan Chavez	Review and revise Plan and Disclosure Statement (2.5); correspond with BlockFi regarding modified confirmation timeline and update scheduling regarding same (.4).	2.90
07/25/23	Matthew Frankle	Review of updated draft of Plan and Disclosure Statement.	0.50
07/25/23	Alexander Grishman	Review and draft comments to revised Plan with respect to FTX and 3AC factual and legal matters.	1.30
07/25/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning revised time line for Plan confirmation and Disclosure Statement approval process.	0.60
07/25/23	J. Frasher Murphy	Analyze revised Disclosure Statement and Plan time line (.3); evaluate and consider impact on pending motions and claim objections in connection with same (.4); analysis of issues regarding claim objection procedures set forth in Plan (.3); strategy development regarding same (.2); analysis of issues regarding scope, extent, and duration of automatic stay post-confirmation (.5); analysis and review of Plan language concerning same (.4).	2.10
07/25/23	Lauren Sisson	Participate in calls with BlockFi legal and financial teams to discuss [REDACTED] (1.5); further correspondence with client on same (1.1); review and draft additional language for Plan section on claims (.4); review solicitation procedures and Plan classes (.9).	3.90
07/26/23	Richard D. Anigian	Multiple communications with BlockFi legal team and UCC regarding Plan and Disclosure Statement issues (.7); review and draft revisions to Disclosure Statement and Plan in connection with litigation matters (1.6).	2.30
07/26/23	Jordan Chavez	Review and revise Plan and Disclosure Statement (3.2); review and analyze [REDACTED] (2.0); correspond with BlockFi, Kroll, and Kirkland regarding solicitation timeline, related issues, and revisions to procedures (1.1); review and revise release language (.7); correspond with BlockFi and committee counsel regarding same (.3).	7.30
07/26/23	Matthew Frankle	Legal analysis of revised Plan.	1.00
07/26/23	Aimee M. Furness	Review and comment on Plan and Disclosure Statement, focusing solely on portions related to Three Arrows claims.	1.40
07/26/23	Alexander Grishman	Review updated draft of Disclosure Statement regarding FTX and 3AC matters.	1.20
07/26/23	Richard Kanowitz	Review, analyze and edit supplemental motion to conditionally approve Disclosure Statement and solicitation package for BlockFi's third amended Plan of Reorganization.	1.20
07/26/23	Richard Kanowitz	Review, analyze and edit third amended Plan to incorporate UCC settlement and other key legal changes.	1.70

Invoice Number: 21605321
Matter Name: Plan and Disclosure Statement
Client/Matter Number: 0063320.00014
Billing Attorney: Alexander Grishman

August 25, 2023
Page 8 of 12

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/26/23	Richard Kanowitz	Review and analyze UCC comments and edits to third amended Plan to incorporate UCC settlement and other key legal changes.	0.90
07/26/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning edits to third amended Plan to incorporate UCC settlement and other key legal changes.	0.80
07/26/23	J. Frasher Murphy	Review and comment on revised draft of 3rd Amended Plan and Disclosure Statement (1.5); review and analyze Committee's comments to Plan, including release provisions (.6); analysis of revisions required to same (.3); review and analyze issues regarding [REDACTED] (1.7).	4.10
07/26/23	Lauren Sisson	Review solicitation materials and updated balloting procedures.	0.90
07/27/23	Richard D. Anigian	Multiple communications with BlockFi financial and legal teams regarding plan, disclosure statement and UCC solicitation letter issues (.6); work on updated versions of plan and disclosure statement (.9); prepare comments to solicitation letter (.4); conference call with BlockFi team regarding developments with UCC settlement (.5).	2.40
07/27/23	Jordan Chavez	Review and revise Plan (.8); correspond with BlockFi regarding same (.2); review and revise Disclosure Statement objection response (1.0); correspond with BlockFi and debtors' professionals regarding UCC term sheet and related issues (.8); review and revise committee solicitation letter (.7); correspond with BlockFi regarding third party release language (.5).	4.00
07/27/23	Matthew Frankle	Review and analysis of additional Plan revisions.	0.30
07/27/23	Aimee M. Furness	Review and comment on 3AC specific portions of Disclosure Statement and Plan drafts.	0.60
07/27/23	Richard Kanowitz	Review and analyze UCC comments and edits to third amended Plan and related Disclosure Statement.	1.80
07/27/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning UCC comments and edits to third amended Plan and related Disclosure Statement	0.80
07/27/23	Richard Kanowitz	Review and analyze BlockFi legal and financial teams' comments and edits to third amended Plan and related Disclosure Statement.	2.70
07/27/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning UCC solicitation letter to third amended Plan.	0.70
07/27/23	Richard Kanowitz	Review and analyze UCC solicitation letter to third amended Plan.	0.40

Invoice Number: 21605321
Matter Name: Plan and Disclosure Statement
Client/Matter Number: 0063320.000014
Billing Attorney: Alexander Grishman

August 25, 2023
Page 9 of 12

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/27/23	J. Frasher Murphy	Review UCC revisions to Disclosure Statement and draft of solicitation letter (.9); analysis of open issues with UCC regarding Plan and Disclosure Statement (.5); strategy and analysis in connection with resolution of same (.6); review and analyze draft reply to Disclosure Statement objections, with particular emphasis on FTX and 3AC issues (.8); analyze revised draft of Plan reflecting comments received from UCC and JPLs (.8); analyze key open issues regarding UCC revisions (.4).	4.00
07/27/23	Lauren Sisson	Review draft of reply to Disclosure Statement objections.	0.60
07/27/23	Lauren Sisson	Review updated draft of solicitation procedures.	0.40
07/28/23	Richard D. Anigian	Multiple communications with UCC regarding Plan and Disclosure Statement issues.	0.80
07/28/23	Jordan Chavez	Review and revise Disclosure Statement motion and objection response (2.0); correspond with BlockFi and debtors' professionals regarding confirmation timeline adjustments and committee term sheet (1.0); review and revise contract terms in Plan (.7).	3.70
07/28/23	Matt Ferris	Review revised drafts of amended plan, disclosure statement, and related documents.	2.20
07/28/23	Matthew Frankle	Further review and analysis of Plan revisions.	0.40
07/28/23	Aimee M. Furness	Review Disclosure Statement and Plan revisions, focusing solely on Three Arrows claims.	0.50
07/28/23	Alexander Grishman	Review open issues and emails regarding settlement terms with insiders (.7); finish review of updated draft of Plan and Disclosure schedules (1.4).	2.10
07/28/23	Richard Kanowitz	Prepare for and conduct conference calls with CEO and BlockFi GC concerning [REDACTED]	0.90
07/28/23	Richard Kanowitz	Review, analyze and edit proposed language by UCC to resolve outstanding issues for third amended Plan.	1.30
07/28/23	J. Frasher Murphy	Review and analyze updated drafts of 3rd amended Plan and Disclosure Statement, including client comments to same (2.3); review and analyze motion for approval of Disclosure Statement (1.1); numerous emails with BlockFi team regarding Plan and Disclosure Statement revisions and open issues (.8); numerous emails with UCC and Debtors' professionals regarding open issues in Plan (.5).	4.70
07/28/23	Lauren Sisson	Review and comment on claims objections and executory contract sections of Plan (.7); review and comment on litigation section of Disclosure Statement (.9).	1.60

Invoice Number: 21605321
 Matter Name: Plan and Disclosure Statement
 Client/Matter Number: 0063320.00014
 Billing Attorney: Alexander Grishman

August 25, 2023
 Page 10 of 12

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/29/23	Matt Ferris	Review correspondence regarding plan releases and related matters (.3); consideration of proposed comments to plan and disclosure statement and correspondence regarding same (.4); review revised drafts of plan, disclosure statement, and solicitation materials (.8).	1.50
07/29/23	Matthew Frankle	Analysis of updated Plan terms.	1.10
07/29/23	Richard Kanowitz	Review, analyze and edit proposed language by UCC for UCC solicitation letter.	0.30
07/29/23	Richard Kanowitz	Review and analyze Ankura comments and edits to proposed Plan concerning Ankura as BIA Trustee/Distribution Agent and related legal matters.	0.70
07/29/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning comments and edits to proposed language by UCC for UCC solicitation letter.	0.60
07/29/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning direct claim carve out from estate releases.	0.80
07/29/23	J. Frasher Murphy	Analyze proposed Plan revisions related to BIA distribution agent (.5); correspondence with BlockFi financial and legal teams regarding Plan revisions and comments from UCC regarding releases and derivative claims (.6); analysis and strategy development regarding key open issues and path to resolution of same (.6)	1.70
07/30/23	Richard D. Anigian	Review supplemental Disclosure Statement motion (.2); review communications with BlockFi financial and legal teams regarding updated Disclosure Statement and Ballot (.2); review communications from Mr. Behrens and response of UCC regarding Plan language and direct versus derivative claims (.2).	0.60
07/30/23	Matt Ferris	Review correspondence regarding plan, disclosure statement, and solicitation materials (.4); review and comment on revised drafts of disclosure statement and related materials (1.2).	1.60
07/30/23	Matthew Frankle	Review and analysis of further revisions to Plan.	0.90
07/30/23	Richard Kanowitz	Review and analyze revised exhibits to Disclosure Statement, including notices of voting and solicitation procedures, non-voting status for unimpaired claims and disputed claims, release opt out form and ballots.	1.20
07/30/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning revisions and edits to UCC cover letter to creditors.	0.20
07/30/23	Richard Kanowitz	Prepare for and conduct conference call with counsel for CEO concerning [REDACTED]	0.60

Invoice Number: 21605321
 Matter Name: Plan and Disclosure Statement
 Client/Matter Number: 0063320.00014
 Billing Attorney: Alexander Grishman

August 25, 2023
 Page 11 of 12

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/30/23	Richard Kanowitz	Review and analyze amended Disclosure Statement for third amended Plan incorporating comments and edits received from BRG, UCC, JPLs, Walkers, BlockFi legal and financial teams.	1.20
07/30/23	Richard Kanowitz	Review and analyze third amended Plan incorporating comments and edits received from BRG, UCC, JPLs, Walkers, BlockFi legal and financial teams.	0.90
07/30/23	Richard Kanowitz	Review, analyze and edit draft cover letter from BlockFi to creditors to vote in favor of Plan.	0.30
07/30/23	Richard Kanowitz	Review and analyze revised motion to conditionally approve Disclosure Statement and reply to objections received to Disclosure Statement.	0.70
07/30/23	J. Frasher Murphy	Review and analysis of revisions to Disclosure Statement, including recent comments from UCC, JPLs, and client (1.8); numerous emails with client's financial and legal teams regarding updated and revised Disclosure Statement (.4); analysis and review of Disclosure Statement exhibits and revisions to same (1.0).	3.20
07/31/23	Richard D. Anigian	Multiple communications with counsel for 3AC, Emergent and UCC related to plan, disclosure statement and solicitation materials.	0.30
07/31/23	Jordan Chavez	Review and analyze committee comments to Plan and Disclosure Statement.	0.50
07/31/23	Matt Ferris	Review and comment on revised drafts of amended plan, disclosure statement, and related solicitation materials (2.0); review filed pleadings and attention to matters regarding August 1 hearing on conditional approval of disclosure statement (.4).	2.40
07/31/23	Brad Foster	Review/analysis of amended Plan and Disclosure Statement filed on 7/31 focusing on class action litigation, committee settlement, and third-party releases.	1.80
07/31/23	Matthew Frankle	Additional review of revised Plan language.	0.40
07/31/23	Aimee M. Furness	Review comments and Disclosure Statement and Plan focusing only on Three Arrows claims (.5); call with Three Arrows JLS regarding Plan and other outstanding issues (.3).	0.80
07/31/23	Richard Kanowitz	Review, analyze and edit revised Disclosure Statement and exhibits thereto.	1.70
07/31/23	Richard Kanowitz	Review and respond to emails to/from BRG, Walkers, UCC counsel, BlockFi legal and financial teams concerning final comments and edits to UCC solicitation letter and BlockFi solicitation letter.	0.90
07/31/23	Richard Kanowitz	Review and respond to emails to/from BRG, Walkers, UCC counsel, BlockFi legal and financial teams concerning final comments and edits to revised Disclosure Statement, exhibits thereto and amended Plan.	1.30
07/31/23	Richard Kanowitz	Review, analyze and edit revised amended Plan of Reorganization.	1.20

Invoice Number: 21605321

Matter Name: Plan and Disclosure Statement

Client/Matter Number: 0063320.00014

Billing Attorney: Alexander Grishman

August 25, 2023

Page 12 of 12

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/31/23	J. Frasher Murphy	Review and analyze further revised and finalized version of Disclosure Statement and exhibits to same (.1.3); review and analyze further revised version of Plan (.6); review motion shortening time and order regarding hearing to conditionally approve Disclosure Statement (.6); review pleadings filed in connection with August 1 hearing on Disclosure Statement and solicitation matters (.5).	3.00

Chargeable Hours 196.30

Total Fees	\$213,220.50
Adjustment (15% Discount)	\$ (31,983.08)
Total Adjusted Fees	\$181,237.42

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Aimee M. Furness	3.30	\$1,000.00	\$3,300.00
Alexander Grishman	17.20	\$1,075.00	\$18,490.00
Brad Foster	1.80	\$1,100.00	\$1,980.00
J. Frasher Murphy	35.40	\$1,100.00	\$38,940.00
Matt Ferris	11.40	\$1,000.00	\$11,400.00
Matthew Frankle	7.20	\$1,150.00	\$8,280.00
Richard D. Anigian	22.70	\$1,200.00	\$27,240.00
Richard Kanowitz	47.10	\$1,400.00	\$65,940.00
Brian Singleterry	0.70	\$730.00	\$511.00
Jordan Chavez	34.50	\$775.00	\$26,737.50
Lauren Sisson	11.90	\$710.00	\$8,449.00
ReNecia Sherald	3.10	\$630.00	\$1,953.00

Total Professional Summary \$213,220.50

Total Fees, Expenses and Charges \$181,237.42

Total Amount Due USD \$181,237.42

HAYNES BOONE

Invoice Number: 21605320
Invoice Date: August 25, 2023
Matter Name: General Litigation
Client/Matter Number: 0063320.00016
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through July 31, 2023

Total Fees	\$77,725.00
Adjustment (15% Discount)	\$ (11,658.75)
Total Adjusted Fees	\$66,066.25
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$66,066.25
Total Invoice Balance Due	USD \$66,066.25

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: 111-000-025 Operating Account No.: 018-08-3729-4

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: 0260-0959-3 Operating Account No.: 018-08-3729-4

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21605320** • Client Number **0063320.00016** • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21605320
Matter Name: General Litigation
Client/Matter Number: 0063320.00016
Billing Attorney: Alexander Grishman

August 25, 2023
Page 2 of 9

For Professional Services Through July 31, 2023

Professional Fees

Date	Timekeeper	Description	Hours
07/01/23	Matt Ferris	Review upcoming dates and deadlines in pending institutional loan enforcement actions.	0.30
07/01/23	Richard Kanowitz	Review and analyze materials requested by UCC for regarding-designation for use in contested Plan and Disclosure Statement proceedings.	1.40
07/02/23	Matt Ferris	Correspond with counsel for CT Dept of Banking regarding matters related to adversary proceeding.	0.10
07/03/23	Richard D. Anigian	Analyze UCC's amended complaint regarding Washington seizure (.8); analysis of issues regarding role of Mr. Prince (1.1).	1.90
07/03/23	Alexander Grishman	Review the Amended Complaint, Certification and Motion to Seal in the Unsecured Creditor Committee's adversary proceeding in the BlockFi cases.	1.80
07/03/23	Richard Kanowitz	Prepare for and conduct conference call with BlockFi legal and financial teams concerning designation of highly confidential and confidential materials produced to UCC during 2004 investigation.	0.80
07/03/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning designation of highly confidential and confidential materials produced to UCC during 2004 investigation.	0.80
07/03/23	Kenneth J. Rusinko	Review Scheduling Order entered in BlockFi v. PrimeBlock Adversary and notify team of important deadlines contained therein.	0.40
07/05/23	Matt Ferris	Consideration and development of strategy with respect to open MTL issues and related state civil enforcement actions (.5); correspond with BlockFi team regarding same (.3).	0.80
07/05/23	Matt Ferris	Review Conn. Dept of Banking's draft standstill agreement (.4); correspond with M. Nonaka regarding, and review and consideration of, proposed comments to same (.3).	0.70
07/05/23	Matt Ferris	Correspondence regarding PrimeBlock adversary proceeding status and next steps.	0.20
07/05/23	Kimberly Morzak	Update litigation tracker for several adversary proceedings.	0.40
07/06/23	Matt Ferris	Review joint scheduling order entered in PrimeBlock adversary proceeding and attention to upcoming dates/deadlines.	0.20
07/06/23	Matt Ferris	Review and revise Conn. Dept of Banking's draft standstill agreement (1.2); correspond with BlockFi team regarding same (.1).	1.30

Invoice Number: 21605320
 Matter Name: General Litigation
 Client/Matter Number: 0063320.00016
 Billing Attorney: Alexander Grishman

August 25, 2023
 Page 3 of 9

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/06/23	Matthew Frankle	Review of Insider Settlement Motion.	1.80
07/07/23	Richard D. Anigian	Analyze UCC's letter regarding confidentiality designations.	0.20
07/07/23	Matt Ferris	Consideration and development of strategy with respect to state civil enforcement actions.	0.40
07/07/23	Matt Ferris	Further review and revise draft of standstill agreement with Conn. Dept of Banking (.4); correspond with counsel for Conn. Dept of Banking regarding same (.1); prepare for and participate in conference call with counsel for Conn. Dept of Banking regarding same and stay of administrative and adversary proceedings (.9); attention to matters regarding staying Conn. Dept of Banking adversary proceeding filing deadlines (.3); review and analysis of responsive mark-up of standstill agreement and correspond with counsel for Conn. Dept of Banking regarding same and next steps (.5).	2.20
07/07/23	Matt Ferris	Review BK Coin receivership docket and relevant recently filed pleadings.	0.50
07/07/23	Matt Ferris	Review Ad Hoc Group of Wallet Holders' objection to UCC's cross-motion.	0.20
07/07/23	Richard Kanowitz	Review and respond to emails to/from counsel to CEO, COO and UCC concerning compliance with financial subpoenas and interrogatories issued by UCC.	0.60
07/07/23	Richard Kanowitz	Review, analyze and edit revised stipulation with CT Department of Banking concerning stay of administrative proceedings against BlockFi and abatement of adversary proceeding seeking to enforce automatic stay and/or enjoin administrative proceedings.	0.60
07/07/23	Richard Kanowitz	Review and analyze Ad Hoc Wallet Group opposition to UCC cross-motion to appoint chapter 11 trustee and/or convert case.	0.30
07/07/23	Richard Kanowitz	Review and analyze position papers of parties concerning designation of materials for use in contested Plan and Disclosure Statement proceedings.	0.90
07/07/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED] [REDACTED]	0.60
07/07/23	Kimberly Morzak	Review docket sheet in BKCoin litigation and circulate updated pleadings.	0.30
07/07/23	Lauren Sisson	Correspondence with local counsel regarding [REDACTED] [REDACTED] (.3); review latest draft of stay agreement with state licensing entity (.4).	0.70
07/09/23	Matt Ferris	Further review of responsive mark-up of standstill agreement and motion to stay administrative proceeding and work on revisions to same (.3); correspond with BlockFi team regarding same (.2).	0.50

Invoice Number: 21605320
Matter Name: General Litigation
Client/Matter Number: 0063320.000016
Billing Attorney: Alexander Grishman

August 25, 2023
Page 4 of 9

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/09/23	Brian Singletary	Review UCC's seizure-challenge case status and deadlines (.3); analyze Committee's amended complaint (1.3); prepare answer to same (2.1).	3.70
07/10/23	Jordan Chavez	Review and revise standstill agreement with Dept. of Banking (.8); review and revise answer to UCC amended complaint in seizure adversary (1.6).	2.40
07/10/23	Matt Ferris	Review status of motion to seal in PrimeBlock adversary proceeding.	0.30
07/10/23	Matt Ferris	Review and revise standstill agreement with Conn. Dept of Banking (.3); review matters regarding abatement of adversary proceeding (.2); correspond with BlockFi team regarding same (.2).	0.70
07/10/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED] [REDACTED]	0.60
07/10/23	Richard Kanowitz	Review and respond to emails to/from UCC counsel concerning outstanding 2004 document demands to BlockFi.	0.60
07/10/23	Brian Singletary	Edit and prepare answer to Committee's Amended Complaint regarding Washington seizures.	1.20
07/10/23	Lauren Sisson	Correspondence with local counsel on [REDACTED] [REDACTED]	0.30
07/10/23	Tom Zavala	Draft and revise order on PrimeBlock motion to seal.	0.30
07/11/23	Richard D. Anigian	Strategize regarding answer to UCC's amended complaint (.7); analyze amended complaint (1.2); draft comments to answer to complaint (2.0).	3.90
07/11/23	Jordan Chavez	Analysis of issues regarding answer to amended complaint.	0.40
07/11/23	Matt Ferris	Review and comment on revised draft of stay agreement and draft of motion to stay adversary proceeding against Conn. Dept of Banking (.5); review and respond to correspondence with CDOB regarding same (.3).	0.80
07/11/23	Matthew Frankle	Review of opposition to motion to unseal.	0.30
07/11/23	Richard Kanowitz	Review, analyze and edit BlockFi's answer to UCC amended complaint for declaratory relief prohibiting BlockFi from compliance with seizure warrants.	0.70
07/11/23	Richard Kanowitz	Review and respond to emails to/from DOJ (Seth Shapiro) and UCC (Ken Aulet) concerning extension of time for DOJ to file stay motion under UCC adversary proceeding scheduling order.	0.40
07/11/23	Kimberly Morzak	Update litigation tracker with Vrai Nom deadlines.	0.30
07/11/23	Brian Singletary	Prepare, edit, and proofread answer to Committee's amended complaint related to the Washington seizure (1.6); research and analyze options and strategy for litigation related to FTX/Alameda and 3AC (1.7).	3.30

Invoice Number: 21605320
 Matter Name: General Litigation
 Client/Matter Number: 0063320.00016
 Billing Attorney: Alexander Grishman

August 25, 2023
 Page 5 of 9

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/11/23	Lauren Sisson	Correspondence with state license entity on proposed edits to stay agreements and motion to stay.	0.90
07/11/23	Lauren Sisson	Analyze issues regarding answer to UCC motion on seizure warrants.	0.20
07/12/23	Richard D. Anigian	Prepare final revisions to draft answer to UCC's adversary regarding Washington seizures.	0.50
07/12/23	Matt Ferris	Review and respond to correspondence from counsel for Conn. Dept of Banking regarding stay of proceedings and related matters (.5); review and finalize revised drafts of stay agreement and pleadings (.4).	0.90
07/12/23	Richard Kanowitz	Review and respond to emails to/from UCC counsel concerning BlockFi production of documents and regarding designation of materials marked confidential and highly confidential.	0.60
07/12/23	Richard Kanowitz	Review and respond to emails to/from counsel to CEO and UCC concerning financial disclosures and supplemental 2004 demands by UCC.	0.30
07/12/23	Kimberly Morzak	Update litigation tracker with new Digistar dates and deadlines.	0.20
07/12/23	Brian Singleterry	Review, edit, and proofread answer to Committee's Amended Complaint regarding Washington seizure warrants.	0.20
07/12/23	Lauren Sisson	Correspondence with local counsel and counsel for state banking department on various matters related to stay of proceedings (.9); review stay motion and standstill agreement (.6).	1.50
07/13/23	Matt Ferris	Review and respond to correspondence to/from counsel for Conn. Dept of Banking regarding filed stay pleadings and related stay matters.	0.50
07/13/23	Matt Ferris	Review and consideration of status, open issues, and next steps with respect to pending institutional loan enforcement actions.	1.50
07/13/23	Richard Kanowitz	Review and analyze subpoena issued to Aon by UCC concerning demands for documents related to D&O insurance obtained by BlockFi.	0.40
07/13/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams, counsel to CEO and counsel to COO regarding [REDACTED] [REDACTED]	0.30
07/13/23	Richard Kanowitz	Review, analyze and edit BlockFi's proposed counter offer to resolve UCC 9019 objection.	0.70
07/14/23	Matt Ferris	Review and analysis of UCC's preliminary report and related filings.	1.10
07/14/23	Matt Ferris	Finalize motion to stay CT Dept of Banking administrative proceeding (.4); correspond with counsel for CDOB regarding same (.2); review correspondence with Hearing Officer regarding stay of administrative proceeding (.2); analysis of follow up matters related to same (.1).	0.90

Invoice Number: 21605320
 Matter Name: General Litigation
 Client/Matter Number: 0063320.00016
 Billing Attorney: Alexander Grishman

August 25, 2023
 Page 6 of 9

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/14/23	Richard Kanowitz	Prepare for and conduct conference call with BlockFi legal and financial teams concerning [REDACTED]	0.90
07/14/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED]	0.80
07/14/23	Kimberly Morzak	Review docket in BKCoin receivership action, download and circulate new pleadings.	0.20
07/15/23	Richard Kanowitz	Review and analyze settlement tracker for resolution of contested matters by BlockFi.	0.90
07/16/23	Matt Ferris	Review and consideration of status and next steps with respect to pending UCC contested matters.	0.50
07/17/23	Matt Ferris	Review status of PrimeBlock adversary proceeding and Defendant's deliverables.	0.20
07/17/23	Charlie M. Jones	Strategy development regarding asset recovery litigation proceedings.	0.50
07/17/23	Brian Singleterry	Review edits on answer to Committee's Amended Complaint regarding the Washington seizure and incorporate edits.	0.60
07/17/23	Lauren Sisson	Review litigation tracker and upcoming deadlines.	0.30
07/17/23	Tom Zavala	Review litigation tracker and upcoming action items regarding litigation proceedings.	0.70
07/18/23	Richard D. Anigian	Draft comments to draft answer to UCC's complaint regarding Washington seizure.	0.60
07/18/23	Richard Kanowitz	Review, analyze and edit revised answer to UCC adversary proceeding seeking declaratory relief prohibiting BlockFi's compliance with seizure warrants.	0.40
07/18/23	Richard Kanowitz	Review and analyze proposed stipulation extending deadline for DOJ to seek to stay UCC adversary proceeding seeking injunctive and declaratory relief on seizure warrants.	0.30
07/18/23	Brian Singleterry	Edit answer to Committee's amended complaint regarding Washington seizure warrants (.4); correspondence with client regarding same (.1); review new filings and emails related to mediation and general litigation (.1).	0.60
07/19/23	Mark Erickson	Strategy development regarding Gerro litigation.	0.20
07/19/23	ReNecia Sherald	Receive, review, and revise 9019 Term Sheet.	0.40
07/20/23	Matt Ferris	Review and respond to settlement communications to/from PrimeBlock's counsel, and attention to follow up matters regarding execution of NDA.	0.40

Invoice Number: 21605320
Matter Name: General Litigation
Client/Matter Number: 0063320.00016
Billing Attorney: Alexander Grishman

August 25, 2023
Page 7 of 9

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/20/23	Matthew Frankle	Review of NDA for PrimeBlock.	0.30
07/20/23	Kimberly Morzak	Update litigation tracker with updated deadlines in UCC adversary proceeding.	0.20
07/20/23	ReNecia Sherald	Review and analyze Third Circuit authorities regarding [REDACTED] [REDACTED]	1.00
07/20/23	Lauren Sisson	Review provisions of NDA.	0.20
07/21/23	Richard D. Anigian	Final review of answer to UCC's adversary regarding Washington seizures.	0.30
07/21/23	Kimberly Morzak	Review dockets in BKCoin proceedings and circulate newly filed pleadings.	0.30
07/21/23	Kenneth J. Rusinko	Review Amended Stipulation and Order entered in Adversary 23-1144 and advise team of changes.	0.30
07/21/23	Brian Singleterry	Edit and finalize answer to Committee's amended complaint regarding Washington seizure (.7); review of new FTX filings for information regarding FTX claims (.4).	1.10
07/21/23	Lauren Sisson	Review arguments advanced in [REDACTED]	2.30
07/23/23	Matt Ferris	Review and consideration of open issues and next steps with respect to PrimeBlock adversary proceeding.	0.30
07/24/23	Matt Ferris	Review and respond to correspondence from PrimeBlock's counsel regarding settlement negotiations and related matters (.3); review and comment on draft of NDA in connection with same (.3); review and respond to follow up correspondence with BlockFi team and PrimeBlock's counsel regarding NDA matters and adversary proceeding deadlines (.5); review revised draft of NDA and correspond with BlockFi team and PrimeBlock's counsel regarding follow up matters related to same (.4).	1.50
07/25/23	Jordan Chavez	Correspond with Ms. Yudkin regarding pre-trial conference and scheduling order in PrimeBlock.	0.20
07/25/23	Matt Ferris	Review correspondence regarding executed PrimeBlock NDA and related delivery of financial reporting.	0.30
07/25/23	Matthew Frankle	Review of NDA for PrimeBlock potential settlement.	0.40
07/26/23	David Clark	Prepare for and attend hearing before Burbank Superior Court in Gerro I and II proceedings.	0.50
07/26/23	Mark Erickson	Review outcome of Gerro Status Conference and strategize regarding next steps.	0.20

Invoice Number: 21605320
Matter Name: General Litigation
Client/Matter Number: 0063320.000016
Billing Attorney: Alexander Grishman

August 25, 2023
Page 8 of 9

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/26/23	Matt Ferris	Review and analysis of financial information and related communications from PrimeBlock regarding settlement offer (.6); correspond with PrimeBlock's counsel and BlockFi team regarding same and follow up matters (.5).	1.10
07/26/23	Matthew Frankle	Review of PrimeBlock settlement and discussion with BlockFi on same.	0.40
07/26/23	Brian Singletary	Analyze status of bankruptcy proceedings and next steps with respect to pending litigation matters.	0.40
07/27/23	Matt Ferris	Call with BlockFi team regarding PrimeBlock adversary and settlement offer (.4); correspond with PrimeBlock's counsel regarding follow up matters and amended scheduling order (.3); review amended scheduling order (.1).	0.80
07/27/23	Matthew Frankle	Discussion and analysis with BlockFi business and legal teams on PrimeBlock offer.	0.50
07/27/23	Tom Zavala	Analyze settlement proposal from PrimeBlock (.4); correspondence with BlockFi legal and financial teams regarding same (.4); review and analyze recently filed pleadings in pending litigation proceedings (.9); review draft consent order extending PrimeBlock deadline (.7).	2.40
07/28/23	Matt Ferris	Review BK Coin receivership docket and recently filed pleadings, and attention to matters regarding case management conference.	0.30
07/28/23	Matt Ferris	Review consent order entered in PrimeBlock adversary proceeding and attention to pending case dates and deadlines.	0.20
07/28/23	Kimberly Morzak	Review dockets in pending BKCoin litigation and circulate recent filings.	0.40
07/28/23	Lauren Sisson	Research [REDACTED]	0.90
07/31/23	Matt Ferris	Consideration of status and next steps with respect to pending institutional loan enforcement actions (.9); multiple calls and emails with BlockFi team regarding same (.7).	1.60

Chargeable Hours 78.70

Total Fees	\$77,725.00
Adjustment (15% Discount)	\$ (11,658.75)
Total Adjusted Fees	\$66,066.25

Invoice Number: 21605320

Matter Name: General Litigation

Client/Matter Number: 0063320.000016

Billing Attorney: Alexander Grishman

August 25, 2023

Page 9 of 9

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Alexander Grishman	1.80	\$1,075.00	\$1,935.00
Charlie M. Jones	0.50	\$1,000.00	\$500.00
David Clark	0.50	\$850.00	\$425.00
Mark Erickson	0.40	\$1,050.00	\$420.00
Matt Ferris	21.30	\$1,000.00	\$21,300.00
Matthew Frankle	3.70	\$1,150.00	\$4,255.00
Richard D. Anigian	7.40	\$1,200.00	\$8,880.00
Richard Kanowitz	13.90	\$1,400.00	\$19,460.00
Brian Singletary	11.10	\$730.00	\$8,103.00
Jordan Chavez	3.00	\$775.00	\$2,325.00
Lauren Sisson	7.30	\$710.00	\$5,183.00
ReNecia Sherald	1.40	\$630.00	\$882.00
Tom Zavala	3.40	\$730.00	\$2,482.00
Kenneth J. Rusinko	0.70	\$525.00	\$367.50
Kimberly Morzak	2.30	\$525.00	<u>\$1,207.50</u>
Total Professional Summary			\$77,725.00

Total Fees, Expenses and Charges **\$66,066.25**

Total Amount Due **USD \$66,066.25**

HAYNES BOONE

Invoice Number: 21605319
Invoice Date: August 25, 2023
Matter Name: Hearings and Court Matters
Client/Matter Number: 0063320.00017
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through July 31, 2023

Total Fees	\$46,041.50
Adjustment (15% Discount)	\$ (6,906.23)
Total Adjusted Fees	\$39,135.27
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$39,135.27
Total Invoice Balance Due	USD \$39,135.27

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: 111-000-025 Operating Account No.: 018-08-3729-4

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: 0260-0959-3 Operating Account No.: 018-08-3729-4

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21605319** • Client Number **0063320.00017** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21605319
Matter Name: Hearings and Court Matters
Client/Matter Number: 0063320.000017
Billing Attorney: Alexander Grishman

August 25, 2023
Page 2 of 4

For Professional Services Through July 31, 2023

Professional Fees

Date	Timekeeper	Description	Hours
07/02/23	Matt Ferris	Review correspondence regarding July 3 scheduling conference and related matters.	0.30
07/02/23	Richard Kanowitz	Prepare for and conduct conference call with UCC counsel (R. Stark) concerning court hearing and related matters.	0.70
07/02/23	Richard Kanowitz	Prepare for court hearing on 7/3.	0.90
07/02/23	Richard Kanowitz	Review and respond to emails from UCC counsel on agenda for status conference scheduled for 7/3.	0.30
07/03/23	Jordan Chavez	Attend July 3 hearing.	1.00
07/03/23	Matthew Frankle	Strategize regarding July 6 hearing.	0.90
07/03/23	Richard Kanowitz	Prepare for and attend court hearing on 7/3.	1.10
07/03/23	Richard Kanowitz	Prepare for and conduct conference call with counsel to CEO concerning [REDACTED]	0.40
07/03/23	Lauren Sisson	Participate in call with Chambers on scheduling various matters.	0.90
07/05/23	Richard Kanowitz	Prepare for and conduct conference call with counsel to CEO concerning July 13 court conference.	0.40
07/05/23	Richard Kanowitz	Review and respond to notices and text order from Court on adjournments and scheduling of contested matters.	0.80
07/06/23	Matt Ferris	Review and consideration of status of upcoming contested hearings.	0.50
07/06/23	Richard Kanowitz	Review and respond to notices and entered orders concerning motions granted without hearing on 7/6, and regarding scheduling of pending motions for 7/13 and 8/17.	0.60
07/10/23	Jordan Chavez	Correspond with Debtors and Cole Schotz regarding rescheduling of matters set for hearing.	0.20
07/11/23	Richard Kanowitz	Review, analyze and edit proposed agenda for 7/13 court hearing.	0.30
07/12/23	Richard Kanowitz	Further review, analyze and edit proposed agenda for 7/13 hearing.	0.20
07/13/23	Alexander Grishman	Prepare for and attend omnibus hearing.	1.60

Invoice Number: 21605319
Matter Name: Hearings and Court Matters
Client/Matter Number: 0063320.000017
Billing Attorney: Alexander Grishman

August 25, 2023
Page 3 of 4

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/13/23	Richard Kanowitz	Conference call with DOJ (Seth Shapiro) concerning 7/13 mediation and court hearing in Trenton NJ.	0.20
07/13/23	Richard Kanowitz	Conference call with counsel to CRO concerning [REDACTED] [REDACTED]	0.30
07/13/23	Richard Kanowitz	Conference call with counsel to COO concerning [REDACTED] [REDACTED]	0.20
07/13/23	Richard Kanowitz	Meeting with counsel to CEO and BlockFi GC concerning [REDACTED] [REDACTED].	1.20
07/13/23	Richard Kanowitz	Conference call with CEO and COO concerning [REDACTED] [REDACTED]	0.70
07/13/23	Richard Kanowitz	Prepare for and attend 7/13 mediation and court hearing in Trenton NJ.	6.70
07/13/23	Lauren Sisson	Attend hearing on exclusivity.	1.50
07/14/23	Jordan Chavez	Review settings from Court regarding interim fee applications.	0.20
07/15/23	Richard Kanowitz	Prepare for mediation before Judge Kaplan on 7/17, including conference calls with CEO, COO and counsel.	1.40
07/17/23	Richard Kanowitz	Prepare for and conduct conference call with CEO concerning [REDACTED] [REDACTED]	0.30
07/17/23	Richard Kanowitz	Prepare for and conduct conference call with counsel for CEO and COO, and BlockFi GC concerning [REDACTED] [REDACTED]	1.30
07/17/23	Richard Kanowitz	Prepare for and attend mediation with UCC counsel before Judge Kaplan on Plan, Disclosure Statement and 9019 issues.	6.70
07/20/23	Richard Kanowitz	Review and respond to court notices and entered orders adjourning motions, granting applications and general scheduling in cases.	0.30
07/25/23	Jordan Chavez	Correspond with Cole Schotz regarding requests from Chambers and summer omnibus hearing settings.	0.30
07/25/23	Richard Kanowitz	Review and respond to court notices and entered orders adjourning motions, granting applications and general scheduling in cases.	0.20
07/31/23	Alexander Grishman	Meeting with clients to discuss [REDACTED].	2.20
07/31/23	Richard Kanowitz	Prepare for contested court hearing on 8/1.	1.30

Invoice Number: 21605319

Matter Name: Hearings and Court Matters

Client/Matter Number: 0063320.000017

Billing Attorney: Alexander Grishman

August 25, 2023

Page 4 of 4

Chargeable Hours 36.10

Total Fees	\$46,041.50
Adjustment (15% Discount)	\$ (6,906.23)
Total Adjusted Fees	\$39,135.27

Timekeeper Summary

Timekeeper	Hours	Rate	Amount
Alexander Grishman	3.80	\$1,075.00	\$4,085.00
Matt Ferris	0.80	\$1,000.00	\$800.00
Matthew Frankle	0.90	\$1,150.00	\$1,035.00
Richard Kanowitz	26.50	\$1,400.00	\$37,100.00
Jordan Chavez	1.70	\$775.00	\$1,317.50
Lauren Sisson	2.40	\$710.00	\$1,704.00

Total Professional Summary	\$46,041.50
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Total Fees, Expenses and Charges	\$39,135.27
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Total Amount Due	USD \$39,135.27
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HAYNES BOONE

Invoice Number: 21605318
Invoice Date: August 25, 2023
Matter Name: Insurance & Surety Matters
Client/Matter Number: 0063320.00019
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through July 31, 2023

Total Fees	\$16,835.50
Adjustment (15% Discount)	\$ (2,525.33)
Total Adjusted Fees	\$14,310.17
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$14,310.17
Total Invoice Balance Due	USD \$14,310.17

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21605318** • Client Number **0063320.00019** • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21605318
Matter Name: Insurance & Surety Matters
Client/Matter Number: 0063320.000019
Billing Attorney: Alexander Grishman

August 25, 2023
Page 2 of 4

For Professional Services Through July 31, 2023

Professional Fees

Date	Timekeeper	Description	Hours
07/05/23	Jordan Chavez	Review and analyze surety claim and comparable treatment in other cases (1.0); prepare for and participate in call with Arch's counsel regarding indemnity claim and surety obligations (1.0); correspond with BlockFi legal and committee counsel regarding proposed next steps for Arch claim objection (.4).	2.40
07/05/23	Leslie C. Thorne	Review and analyze updates on Arch surety bond and cyber issues.	0.20
07/06/23	Jordan Chavez	Review and analyze insurance coverage issues (.1); correspond with JPLs regarding same (.1).	0.20
07/06/23	Jordan Chavez	Analysis of issues regarding policy renewals (.2); correspond with Cole Schotz and Arch regarding indemnity claim (.3).	0.50
07/06/23	Leslie C. Thorne	Review and analyze insurance renewal issues (.3); correspond with Mr. Gold regarding claims notices (.1); correspond with Aon regarding same (.1); correspond with Mr. Chafart regarding loss runs and binders (.1).	0.60
07/10/23	Richard Kanowitz	Review and analyze recent decisions and precedents for [REDACTED]	1.80
07/10/23	Leslie C. Thorne	Review and analyze issues related to motion to lift stay to access D&O insurance.	0.20
07/14/23	Leslie C. Thorne	Analyze and consider D&O coverage issues.	0.20
07/17/23	Jordan Chavez	Review and analyze insurance coverage issues (1.0); correspond with BlockFi legal and financial teams regarding same.	1.20
07/17/23	J. Frasher Murphy	Analysis and strategy development regarding D&O policy and claims by UCC.	0.60
07/17/23	Lauren Sisson	Review supplemental D&O policy.	0.30
07/17/23	Leslie C. Thorne	Review and analyze D&O issues in light of UCC position on Greene and Elias.	1.30
07/18/23	Leslie C. Thorne	Review and analyze coverage opinion letters and correspond with Aon regarding same (.7); confer with client regarding CGL, excess, property and workers comp renewals and review related documents (.4); correspond with U.S. Trustee regarding same (.1).	1.20
07/19/23	J. Frasher Murphy	Analysis of coverage issues and open dispute with UCC regarding same.	0.40

Invoice Number: 21605318
Matter Name: Insurance & Surety Matters
Client/Matter Number: 0063320.000019
Billing Attorney: Alexander Grishman

August 25, 2023
Page 3 of 4

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/21/23	Richard Kanowitz	Prepare for and conduct conference call with counsel for CEO and counsel for CFO concerning [REDACTED] [REDACTED]	0.60
07/24/23	Richard Kanowitz	Review and respond to emails to/from counsel to D&Os concerning [REDACTED] [REDACTED]	0.20
07/24/23	Richard Kanowitz	Review and analyze D&Os motion to lift the automatic stay to recover defense costs from Realm insurance policy.	1.30
07/24/23	Leslie C. Thorne	Review and comment on draft Motion to Lift Stay (for access to insurance proceeds).	0.60
07/25/23	Richard Kanowitz	Review and respond to emails to/from counsel to D&Os concerning [REDACTED] [REDACTED]	0.40
07/25/23	Richard Kanowitz	Review and respond to emails to/from AON and BlockFi legal and financial teams concerning renewal of liability insurance coverage and payment of policy premiums.	0.40
07/25/23	Leslie C. Thorne	Review issues related to insurance premium payment (.1); review and analyze revised draft motion on insurance proceeds (.2).	0.30
07/26/23	Leslie C. Thorne	Review and analyze Chubb coverage position on Greene.	0.40
07/28/23	Leslie C. Thorne	Correspond with Aon regarding loss runs.	0.10

Chargeable Hours 15.40

Total Fees	\$16,835.50
Adjustment (15% Discount)	\$ (2,525.33)
Total Adjusted Fees	\$14,310.17

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
J. Frasher Murphy	1.00	\$1,100.00	\$1,100.00
Leslie C. Thorne	5.10	\$1,100.00	\$5,610.00
Richard Kanowitz	4.70	\$1,400.00	\$6,580.00
Jordan Chavez	4.30	\$775.00	\$3,332.50
Lauren Sisson	0.30	\$710.00	\$213.00

Total Professional Summary **\$16,835.50**

Invoice Number: 21605318

August 25, 2023

Matter Name: Insurance & Surety Matters

Page 4 of 4

Client/Matter Number: 0063320.00019

Billing Attorney: Alexander Grishman

Total Fees, Expenses and Charges	\$14,310.17
Total Amount Due	USD \$14,310.17

HAYNES BOONE

Invoice Number: 21605317
Invoice Date: August 25, 2023
Matter Name: SOFAs and Schedules
Client/Matter Number: 0063320.00020
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through July 31, 2023

Total Fees	\$2,177.00
Adjustment (15% Discount)	\$ (326.55)
Total Adjusted Fees	\$1,850.45
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$1,850.45
Total Invoice Balance Due	USD \$1,850.45

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21605317** • Client Number **0063320.00020** • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21605317

Matter Name: SOFAs and Schedules

Client/Matter Number: 0063320.000020

Billing Attorney: Alexander Grishman

August 25, 2023

Page 2 of 2

For Professional Services Through July 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/03/23	Lauren Sisson	Correspondence with Kroll on Schedule F and amendments.	0.20
07/10/23	Richard Kanowitz	Review and analyze amended statements and SOFAs for BlockFi International.	0.90
07/31/23	Jordan Chavez	Review and analyze SOAL amendments (.8); correspond with BlockFi and BRG regarding same (.2).	1.00

Chargeable Hours 2.10

Total Fees	\$2,177.00
Adjustment (15% Discount)	\$ (326.55)
Total Adjusted Fees	\$1,850.45

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Richard Kanowitz	0.90	\$1,400.00	\$1,260.00
Jordan Chavez	1.00	\$775.00	\$775.00
Lauren Sisson	0.20	\$710.00	\$142.00

Total Professional Summary \$2,177.00

Total Fees, Expenses and Charges	\$1,850.45
Total Amount Due	USD \$1,850.45

HAYNES BOONE

Invoice Number: 21605316
Invoice Date: August 25, 2023
Matter Name: Emergent Proceedings
Client/Matter Number: 0063320.00021
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through July 31, 2023

Total Fees	\$14,995.50
Adjustment (15% Discount)	\$ (2,249.33)
Total Adjusted Fees	\$12,746.17
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$12,746.17
Total Invoice Balance Due	USD \$12,746.17

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: 111-000-025 Operating Account No.: 018-08-3729-4

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: 0260-0959-3 Operating Account No.: 018-08-3729-4

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21605316** • Client Number **0063320.00021** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21605316
Matter Name: Emergent Proceedings
Client/Matter Number: 0063320.000021
Billing Attorney: Alexander Grishman

August 25, 2023
Page 2 of 3

For Professional Services Through July 31, 2023

Professional Fees

Date	Timekeeper	Description	Hours
07/06/23	Richard Kanowitz	Review and respond to emails to/from DOJ concerning [REDACTED] [REDACTED]	0.30
07/11/23	Jordan Chavez	Review and analyze [REDACTED] (.5); correspond with DOJ regarding [REDACTED] (.3).	0.80
07/11/23	Richard Kanowitz	Prepare for and conduct conference call with DOJ on [REDACTED] [REDACTED]	0.30
07/11/23	Lauren Sisson	Participate in call with DOJ on [REDACTED]	0.20
07/14/23	Richard Kanowitz	Review and analyze ancillary orders entered in Antigua wind up proceedings confirming Antigua JPLs powers and responsibilities.	0.30
07/17/23	Brian Singletary	Review proposed production in case.	0.30
07/18/23	Richard Kanowitz	Review and analyze materials for production to Emergent and FTX Debtors by BlockFi under standstill agreement.	0.60
07/18/23	Brian Singletary	Review and assist in finalizing production under Emergent Stipulation (1.5); review stipulations for production requirements (.8).	2.30
07/19/23	Brian Singletary	Review database information on claims and analyze available documents (.4); QC final production (1.2); communicate with Deloitte team on decision for final production (.4).	2.00
07/20/23	Richard Kanowitz	Review, analyze and edit FTX debtors' proposed protective order for use in Emergent and FTX Debtors Chapter 11 cases.	0.80
07/20/23	Brian Singletary	Analyze and review final Emergent production.	0.70
07/21/23	DiAnna Gaeta	Download two additional productions from Emergent and work with ALS case team to load to production database.	1.00
07/21/23	Richard Kanowitz	Review and analyze materials and documents produced by Emergent debtor under standstill stipulation.	1.70
07/21/23	Brian Singletary	Communications with opposing counsel related to production (.5); analysis of issues regarding on-boarding of new production (.6).	1.10
07/21/23	Patti Zerwas	Coordinate setting up the Xera database, downloading productions and loading to Xera.	0.70

Invoice Number: 21605316
Matter Name: Emergent Proceedings
Client/Matter Number: 0063320.00021
Billing Attorney: Alexander Grishman

August 25, 2023
Page 3 of 3

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/24/23	DiAnna Gaeta	Work with ALS case team to finalize loading Blockfi_Emergent_001, FTX BFI 001, EFT PROD001 and Marex Monthly Account Statements to production database (.5); communicate with B. Singletary regarding same (.3).	0.80
07/24/23	Brian Singletary	Review document production for completeness.	0.20
07/26/23	Brian Singletary	Review and analyze Emergent and FTX production.	0.40
07/28/23	Brian Singletary	Review and analyze new documents from FTX and Emergent.	1.80
07/31/23	Brian Singletary	Review and analyze Stipulation production and FTX allegations in adversary proceeding against SBF, Ellison, and Wang.	1.40

Chargeable Hours 17.70

Total Fees	\$14,995.50
Adjustment (15% Discount)	\$ (2,249.33)
Total Adjusted Fees	\$12,746.17

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Richard Kanowitz	4.00	\$1,400.00	\$5,600.00
Brian Singletary	10.20	\$730.00	\$7,446.00
Jordan Chavez	0.80	\$775.00	\$620.00
Lauren Sisson	0.20	\$710.00	\$142.00
DiAnna Gaeta	1.80	\$475.00	\$855.00
Patti Zerwas	0.70	\$475.00	\$332.50

Total Professional Summary \$14,995.50

Total Fees, Expenses and Charges	\$12,746.17
Total Amount Due	USD \$12,746.17

HAYNES BOONE

Invoice Number: 21605315
Invoice Date: August 25, 2023
Matter Name: Tax Matters
Client/Matter Number: 0063320.00022
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through July 31, 2023

Total Fees	\$574.00
Adjustment (15% Discount)	\$ (86.10)
Total Adjusted Fees	\$487.90
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$487.90
Total Invoice Balance Due	USD \$487.90

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21605315** • Client Number **0063320.00022** • Attorney Alexander Grishman

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Invoice Number: 21605315

Matter Name: Tax Matters

Client/Matter Number: 0063320.000022

Billing Attorney: Alexander Grishman

August 25, 2023

Page 2 of 2

For Professional Services Through July 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/25/23	Lauren Sisson	Correspondence with BlockFi legal on [REDACTED] [REDACTED]	0.50
07/28/23	Tom Zavala	Analysis of [REDACTED] (.1); communicate with BlockFi financial team regarding same (.2).	0.30

Chargeable Hours 0.80

Total Fees	\$574.00
Adjustment (15% Discount)	\$ (86.10)
Total Adjusted Fees	\$487.90

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Lauren Sisson	0.50	\$710.00	\$355.00
Tom Zavala	0.30	\$730.00	\$219.00

Total Professional Summary \$574.00

Total Fees, Expenses and Charges \$487.90

Total Amount Due USD \$487.90

HAYNES BOONE

Invoice Number: 21605314
Invoice Date: August 25, 2023
Matter Name: FTX/Alameda Proceedings
Client/Matter Number: 0063320.00023
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through July 31, 2023

Total Fees	\$169,702.50
Adjustment (15% Discount)	\$ (25,455.38)
Total Adjusted Fees	\$144,247.12
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$144,247.12
Total Invoice Balance Due	USD \$144,247.12

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

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Please Reference: Invoice Number **21605314** • Client Number **0063320.00023** • Attorney Alexander Grishman

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Invoice Number: 21605314
Matter Name: FTX/Alameda Proceedings
Client/Matter Number: 0063320.00023
Billing Attorney: Alexander Grishman

August 25, 2023
Page 2 of 8

For Professional Services Through July 31, 2023

Professional Fees

Date	Timekeeper	Description	Hours
07/01/23	Brian Singletary	Research and prepare outline of evidence supporting claims and defenses relating to FTX/Alameda.	2.40
07/02/23	Brian Singletary	Research and prepare memo on [REDACTED] FTX/Alameda claim.	3.10
07/02/23	Tom Zavala	Research and analyze [REDACTED] related to claims against FTX.	2.90
07/03/23	Alexander Grishman	Review FTX filings regarding [REDACTED] [REDACTED]	0.80
07/03/23	Richard Kanowitz	Review and analyze pleadings, motions and notices filed by FTX debtors concerning [REDACTED].	1.40
07/03/23	Brian Singletary	Review and prepare FTX/Alameda summary of claims and supporting evidence.	4.40
07/03/23	Tom Zavala	Review and analyze summary of claims against FTX.	0.50
07/05/23	Jordan Chavez	Review and analyze FTX disclosure statement objection (.2); correspond with BlockFi regarding same (.2).	0.40
07/05/23	Richard Kanowitz	Review and analyze FTX Debtors objection to Plan and Disclosure Statement on equitable subordination procedures for FTX debtors' claims and related matters.	1.60
07/05/23	Tom Zavala	Research and analyze [REDACTED] on claims against FTX.	2.30
07/06/23	Richard D. Anigian	Analysis of claims and defenses to FTX/Alameda claims.	0.70
07/06/23	Brian Singletary	Review and edit FTX/Alameda summary of claims and defenses (1.8); review and analyze evidence supporting claims and defenses (.3); prepare and edit summary of [REDACTED] (.9).	3.00
07/06/23	Tom Zavala	Research and analyze [REDACTED] on claims against FTX (6.0); draft and revise update summary of claims against FTX (1.5).	7.50
07/07/23	Richard D. Anigian	Legal analysis of claims, defenses and potential witness summaries.	1.20
07/07/23	Alexander Grishman	Review filings in Genesis Chapter 11 regarding estimation motion and FTX request to lift automatic stay.	1.60

Invoice Number: 21605314
Matter Name: FTX/Alameda Proceedings
Client/Matter Number: 0063320.000023
Billing Attorney: Alexander Grishman

August 25, 2023
Page 3 of 8

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/07/23	Charlie M. Jones	Review, revise, and comment on claims and defenses relevant to FTX, Alameda, and Emergent (.8); analysis of key evidence and anticipated testimony supporting such claims and defenses (.8).	1.60
07/07/23	Richard Kanowitz	Review and analyze cases and precedents on [REDACTED] and violations of automatic stay for [REDACTED].	0.60
07/07/23	Brian Singletary	Edit and prepare summary of claims and defenses, including necessary testimony, for FTX/Alameda.	1.30
07/10/23	Jordan Chavez	Review FTX evidence outline.	0.20
07/10/23	J. Frasher Murphy	Analysis and strategy development regarding estimation of FTX claims (1.6); analysis of procedural issues related thereto (.4); analysis of case law concerning claims estimation (.7),	2.70
07/10/23	Tom Zavala	Detailed analysis of legal issues and arguments in connection with motions to estimate claims and objections to claims of FTX and Three Arrows Capital.	1.20
07/11/23	Richard D. Anigian	Call with Government's counsel regarding Emergent collateral (.3); review JPL's opposition to conversion motion (.3).	0.60
07/11/23	J. Frasher Murphy	Analysis and strategy development regarding estimation of FTX claims (.8); review case law regarding same (.5); analysis of structure and content of estimation motion (.8).	2.10
07/11/23	Tom Zavala	Review and analyze estimation pleadings in Genesis bankruptcy case (1.3); legal analysis and strategy development regarding estimation of FTX claims (2.8); review and analyze case law regarding [REDACTED] (3.5).	7.60
07/12/23	J. Frasher Murphy	Strategy development regarding claims estimation process (.5); review and analyze case law regarding estimation and [REDACTED] (.6).	1.10
07/12/23	Tom Zavala	Review and analyze BlockFi bankruptcy case's procedural history involving FTX for use in estimation motion (1.0); research Third Circuit precedents and case law regarding [REDACTED] (2.0); begin drafting motion to estimate FTX claims pursuant to section 502(c) (1.8).	4.80
07/13/23	Richard Kanowitz	Review and analyze pleadings, notices and motions filed by FTX debtors related to BlockFi's liens, claims and encumbrances.	1.20
07/13/23	Tom Zavala	Continue drafting motion to estimate FTX claims.	0.80
07/14/23	Jordan Chavez	Review and analyze definition issues for claim filing in FTX cases (.2); correspond with Sullivan & Cromwell regarding same (.1); pursue strategy for claims estimation, Disclosure Statement, and confirmation hearings for FTX claims (.7).	1.00

Invoice Number: 21605314
Matter Name: FTX/Alameda Proceedings
Client/Matter Number: 0063320.00023
Billing Attorney: Alexander Grishman

August 25, 2023
Page 4 of 8

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/14/23	Richard Kanowitz	Review and analyze materials for preparation of motion to estimate FTX Debtors claims against BlockFi.	2.10
07/14/23	Lauren Sisson	Review FTX claims order, forms, and bar date for customer claims.	0.30
07/14/23	Tom Zavala	Review and analysis of issues regarding filing of claims in FTX cases (.8); correspond with FTX's bankruptcy counsel to clarify defined terms (.1); continue drafting motion to estimate FTX claims (1.7).	2.60
07/17/23	Richard D. Anigian	Review agenda for July 19 hearing.	0.20
07/17/23	Matthew Frankle	Review of FTX customer claim form (.4); discussions with BlockFi financial and legal teams regarding [REDACTED] (.3).	0.70
07/17/23	Matthew Frankle	Review FTX/Genesis transcript regarding [REDACTED].	0.60
07/17/23	Alexander Grishman	Review transcript from July 6 hearing in Genesis bankruptcy regarding FTX claims (1.3); analysis of legal issues regarding same (.9).	2.20
07/17/23	Alexander Grishman	Review FTX Customer Proof of Claim and information requests regarding same (2.2); review Customer Bar Date Order for FTX to determine extent of "Other Activity Claim" and Customer "Entitlement Claims" (1.2).	3.40
07/17/23	Tom Zavala	Review FTX customer proof of claim form and needed data (.2); draft FTX customer proof of claim (.4); review responses to missing data requests (.1); research and analyze Third Circuit cases regarding [REDACTED] (4.0); review notes and pleadings regarding business relationship between BlockFi and FTX for purpose of addressing claims (1.0); continue drafting motion to estimate FTX's claims (1.3).	7.00
07/18/23	Richard D. Anigian	Analysis of filings regarding potential impact on claims by and between BlockFi and FTX (.8); analyze issues related to document exchange per Emergent/FTX/BlockFi stipulation (.7).	1.50
07/18/23	Matthew Frankle	Continued review of Genesis and FTX hearing regarding BlockFi defenses/claims.	0.60
07/18/23	Matthew Frankle	Prepare responses and inquiries to/from BlockFi legal and financial teams to complete FTX claim form.	0.30
07/18/23	Alexander Grishman	Review discovery filings [REDACTED] for related claims to be made by Debtors.	0.70
07/18/23	Richard Kanowitz	Review and analyze motions, pleadings and notices filed by FTX debtors impacting and/or prejudicing BlockFi's liens, claims and interests in the FTX cases and proceedings.	1.40

Invoice Number: 21605314
Matter Name: FTX/Alameda Proceedings
Client/Matter Number: 0063320.00023
Billing Attorney: Alexander Grishman

August 25, 2023
Page 5 of 8

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/18/23	Tom Zavala	Research and analyze Third Circuit case law regarding [REDACTED] (2.6); review FTX's proof of claim and prepetition transactions with FTX (1.0); continue drafting, reviewing and revising motion to estimate FTX's claims (4.5).	8.10
07/19/23	Richard D. Anigian	Draft revisions and inserts to background section of FTX claim estimation motion (1.9); strategize regarding motion (.7).	2.60
07/19/23	Richard D. Anigian	Analysis of documents to be produced per FTX/Emergent stipulations (1.4); communications with opposing counsel related to same (.2).	1.60
07/19/23	Jordan Chavez	Review and revise FTX estimation motion (.8); analysis of evidentiary support in connection with same (.3).	1.10
07/19/23	J. Frasher Murphy	Review draft of Motion to Estimate FTX claims (1.3); draft comments and revisions to same (.7); analysis of factual and procedural issues related to claim estimation (.6); analysis of evidentiary issues in connection with claims estimation hearing (.5).	3.10
07/19/23	Tom Zavala	Review pleadings filed in FTX bankruptcy case for facts relevant to motion to estimate (1.0); finish drafting, reviewing and revising motion to estimate FTX's claims (9.5); draft further revisions and comments to motion to estimate (.9).	11.40
07/20/23	Richard D. Anigian	Analysis of issues regarding protective order and production of records per FTX/BF/Emergent stipulation.	0.40
07/20/23	Richard D. Anigian	Extensive work on estimation motion regarding FTX claims (3.0); strategize regarding same (.3).	3.30
07/20/23	Jordan Chavez	Review and revise estimation motion for FTX claims.	1.80
07/20/23	Alexander Grishman	Review briefing and reports from Genesis hearing regarding Three Arrows and FTX claims.	1.30
07/20/23	Richard Kanowitz	Review, analyze and edit motion to estimate FTX debtors claims in BlockFi proceedings.	1.20
07/20/23	J. Frasher Murphy	Review updated draft of FTX estimation motion (.8); draft further comments to same (.7); review further revised draft of FTX estimation motion (.5); draft additional comments and revisions to same (.6); strategy development regarding content and structure of FTX estimation motion (.5); analysis and strategy development regarding objection to FTX claim (.5).	3.60
07/20/23	Stacie Schmidt	Assist with citation research for motion to estimate.	0.20
07/20/23	Tom Zavala	Review and revise motion to estimate FTX Claims (2.2); legal analysis and strategy development regarding estimation motion (3.0); review congressional testimony transcript in connection with same (.5); prepare further revisions to motion to estimate FTX Claims (3.5).	9.20

Invoice Number: 21605314
 Matter Name: FTX/Alameda Proceedings
 Client/Matter Number: 0063320.00023
 Billing Attorney: Alexander Grishman

August 25, 2023
 Page 6 of 8

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/21/23	Richard D. Anigian	Strategize regarding 3AC and FTX estimation motions.	0.80
07/21/23	Richard D. Anigian	Analysis of issues in connection with document productions due under stipulations and protective order (.5); analyze FTX motion for 2004 exams in connection with claims involving BlockFi (.6).	1.10
07/21/23	Jordan Chavez	Review and analyze revised estimation motion (.9); correspond with BlockFi regarding same (.2).	1.10
07/21/23	Richard Kanowitz	Review, analyze and edit motion to estimate FTX claims in BlockFi cases.	0.90
07/21/23	Richard Kanowitz	Review and analyze materials and documents produced by FTX debtors under stand-still stipulation.	2.10
07/21/23	J. Frasher Murphy	Review and comment on further revisions to estimation motion (.4); pursue strategy regarding estimation motion and claim objection (.4).	0.80
07/21/23	Tom Zavala	Review comments to motion to estimate FTX claims (.8); review transcripts in FTX, BlockFi and Genesis bankruptcy cases (1.0); draft revisions to motion to estimate FTX claims to address comments (.5).	2.30
07/23/23	Jordan Chavez	Review, analyze, and summarize FTX pleadings for incorporation into estimation motion.	2.50
07/23/23	Matthew Frankle	Review and comment on FTX claim estimation motion.	1.10
07/23/23	J. Frasher Murphy	Review further comments and revisions to motion to estimate FTX claims.	0.40
07/23/23	Tom Zavala	Analyze and review FTX pleadings and loan documents to address further comments to motion to estimate FTX Claims (1.8); draft and revise motion to estimate FTX Claims to incorporate edits and revisions from BlockFi legal and financial teams (7.3).	9.10
07/24/23	Jordan Chavez	Correspond with Committee counsel and BlockFi regarding estimation motion (.4); review and analyze additional pleadings from FTX docket for incorporation into estimation motion (.7); review and revise estimation motion timeline (.3); correspond with BlockFi regarding same (.2).	1.60
07/24/23	Richard Kanowitz	Review, analyze and edit revised motion to estimate FTX debtor claims in BlockFi bankruptcy case.	1.40
07/24/23	Richard Kanowitz	Review and respond to emails to/from BlockFi's legal and financial teams and UCC counsel concerning revised motion to estimate FTX debtor claims in BlockFi bankruptcy case.	0.30
07/24/23	Kimberly Morzak	Assist in review of documentation in support of estimation motion.	2.60
07/24/23	J. Frasher Murphy	Strategy development regarding subordination of FTX claims, objection to FTX claims, and procedural issues related to plan (.6); review and comment on revised draft of estimation motion (.6).	1.20

Invoice Number: 21605314
Matter Name: FTX/Alameda Proceedings
Client/Matter Number: 0063320.00023
Billing Attorney: Alexander Grishman

August 25, 2023
Page 7 of 8

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/24/23	Lauren Sisson	Analysis and strategy development regarding motion to estimate FTX claims.	1.10
07/24/23	Tom Zavala	Continue revising motion to estimate FTX Claims to address additional legal comments (5.0); communications with BlockFi legal teams, JPLs and Committee regarding same (.4).	5.40
07/25/23	Jordan Chavez	Correspond with BlockFi and committee counsel regarding estimation motion and claim objection timeline.	0.40
07/25/23	Richard Kanowitz	Review and respond to emails to/from UCC concerning comments/edits to motion for estimation of FTX claims for voting and distribution purposes.	0.40
07/25/23	J. Frasher Murphy	Develop strategy regarding claims estimation proceeding (.3); review and analyze UCC comments regarding same (.3); analysis of timing considerations and strategy related to estimation proceeding and claim objections (.4).	1.00
07/25/23	Lauren Sisson	Review and analyze latest transcript in Genesis/FTX estimation stay proceedings.	1.10
07/25/23	Tom Zavala	Research and analyze case law on [REDACTED] (2.5); revise estimation motion to incorporate recent case law (1.3).	3.80
07/26/23	Richard Kanowitz	Review and analyze pleadings, motions, notices and objections concerning 2004 requests made by FTX Debtors which impact and/or prejudice BlockFi's liens, claims and encumbrances against FTX Debtors.	0.30
07/26/23	Tom Zavala	Research and analyze Third Circuit case law on [REDACTED] (3.0); revise motion to estimate FTX claims to incorporate section on methodology (.4).	3.40
07/27/23	Richard D. Anigian	Analysis of key issues regarding estimation motion.	0.20
07/27/23	Tom Zavala	Review customer proof of claim order and form instructions (.8); complete customer proof of claim information in customer portal (1.0); review coin balance data (.5); discuss [REDACTED] with BlockFi financial teams (.8).	3.10
07/28/23	Richard Kanowitz	Review, analyze and edit reply of BlockFi to FTX Debtors' objection to BlockFi Disclosure Statement.	0.40
07/28/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning BlockFi customer proof of claim to be filed against certain FTX debtors.	0.60
07/28/23	Richard Kanowitz	Review, analyze and edit BlockFi customer proof of claim to be filed against certain FTX Debtors.	1.30

Invoice Number: 21605314
Matter Name: FTX/Alameda Proceedings
Client/Matter Number: 0063320.00023
Billing Attorney: Alexander Grishman

August 25, 2023
Page 8 of 8

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/28/23	Tom Zavala	Review customer proof of claim data, form instructions and order (.8); communicate with BRG to resolve issue regarding form of assets in BlockFi's FTX account (.5); prepare customer proof of claim demonstrative for BlockFi legal team's review (.5); resolve BlockFi legal questions regarding [REDACTED] (.5); update FTX motion to estimate with additional case law (.5).	2.80
07/31/23	Richard D. Anigian	Analyze issues regarding FTX/Alameda claim to [REDACTED]	1.10
07/31/23	Tom Zavala	Revise motion to estimate FTX claims (1.2); review schedule of FTX claims (.3); communicate with UCC and JPLs regarding draft customer proof of claim (.5); analysis of issues regarding BlockFi's objection to FTX's claim (1.0).	3.00

Chargeable Hours 191.80

Total Fees	\$169,702.50
Adjustment (15% Discount)	\$ (25,455.38)
Total Adjusted Fees	\$144,247.12

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Alexander Grishman	10.00	\$1,075.00	\$10,750.00
Charlie M. Jones	1.60	\$1,000.00	\$1,600.00
J. Frasher Murphy	16.00	\$1,100.00	\$17,600.00
Matthew Frankle	3.30	\$1,150.00	\$3,795.00
Richard D. Anigian	15.30	\$1,200.00	\$18,360.00
Richard Kanowitz	17.20	\$1,400.00	\$24,080.00
Brian Singleterry	14.20	\$730.00	\$10,366.00
Jordan Chavez	10.10	\$775.00	\$7,827.50
Lauren Sisson	2.50	\$710.00	\$1,775.00
Tom Zavala	98.80	\$730.00	\$72,124.00
Kimberly Morzak	2.60	\$525.00	\$1,365.00
Stacie Schmidt	0.20	\$300.00	\$60.00

Total Professional Summary \$169,702.50

Total Fees, Expenses and Charges	\$144,247.12
Total Amount Due	USD \$144,247.12

HAYNES BOONE

Invoice Number: 21605313
Invoice Date: August 25, 2023
Matter Name: Travel Time
Client/Matter Number: 0063320.00024
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through July 31, 2023

Total Fees	\$6,768.00
Adjustment (15% Discount)	\$ (1,015.20)
Total Adjusted Fees	\$5,752.80
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$5,752.80
Total Invoice Balance Due	USD \$5,752.80

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21605313** • Client Number **0063320.00024** • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21605313

Matter Name: Travel Time

Client/Matter Number: 0063320.000024

Billing Attorney: Alexander Grishman

August 25, 2023

Page 2 of 2

For Professional Services Through July 31, 2023

Professional Fees

Date	Timekeeper	Description	Hours
07/11/23	Matt Ferris	Travel to NY to attend Core Scientific Plan settlement meetings (billed at 1/2 of actual time).	3.00
07/12/23	Matt Ferris	Return travel from NY to Dallas after attending Core Scientific settlement meeting (billed at 1/2 of actual time).	3.20
07/13/23	Lauren Sisson	Travel to and from Flemington, NJ to Trenton, NJ for hearing on exclusivity (billed at 1/2 of actual time).	0.80

Chargeable Hours 7.00

Total Fees	\$6,768.00
Adjustment (15% Discount)	\$ (1,015.20)
Total Adjusted Fees	\$5,752.80

Timekeeper Summary

Timekeeper	Hours	Rate	Amount
Matt Ferris	6.20	\$1,000.00	\$6,200.00
Lauren Sisson	0.80	\$710.00	\$568.00
Total Professional Summary			\$6,768.00

Total Fees, Expenses and Charges	\$5,752.80
Total Amount Due	USD \$5,752.80

HAYNES BOONE

Invoice Number: 21605312
Invoice Date: August 25, 2023
Matter Name: International Issues
Client/Matter Number: 0063320.00025
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through July 31, 2023

Total Fees	\$27,869.50
Adjustment (15% Discount)	\$ (4,180.43)
Total Adjusted Fees	\$23,689.07
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$23,689.07
Total Invoice Balance Due	USD \$23,689.07

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: 111-000-025 Operating Account No.: 018-08-3729-4

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: 0260-0959-3 Operating Account No.: 018-08-3729-4

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21605312** • Client Number **0063320.00025** • Attorney **Alexander Grishman**

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Invoice Number: 21605312
Matter Name: International Issues
Client/Matter Number: 0063320.000025
Billing Attorney: Alexander Grishman

August 25, 2023
Page 2 of 5

For Professional Services Through July 31, 2023

Professional Fees

Date	Timekeeper	Description	Hours
07/03/23	Richard Kanowitz	Review and respond to emails to/from Walkers concerning plan/scheme provisions for BF International reorganization proceedings.	0.60
07/03/23	Richard Kanowitz	Review and respond to emails to/from Bermuda JPLs and Walkers concerning court rulings and scheduling issues for Plan and Disclosure Statement proceedings.	0.20
07/03/23	Lauren Sisson	Draft and send summary of court conference to JPLs (.3); correspondence regarding same (.2).	0.50
07/05/23	Richard Kanowitz	Review and respond to emails to/from Bermuda JPLs, Walkers, BlockFi legal and financial teams concerning [REDACTED] [REDACTED]	0.20
07/05/23	Richard Kanowitz	Review and respond to emails to/from Bermuda JPLs, Walkers, BlockFi legal and financial teams concerning [REDACTED] [REDACTED]	0.20
07/06/23	Richard Kanowitz	Prepare for and conduct conference call with Bermuda JPLs, E&Y, JPL US Counsel and Walkers concerning Bermuda wind down proceedings, tax issues and post confirmation structure.	0.70
07/07/23	Richard Kanowitz	Review and respond to emails to/from UCC counsel, Bermuda JPLs and US counsel concerning meeting with UCC on case issues.	0.20
07/10/23	Richard Kanowitz	Prepare for and conduct conference call with Bermuda JPLs, US Counsel and Walkers concerning case issues and developments in Chapter 11 and Bermuda proceedings.	0.60
07/10/23	Richard Kanowitz	Review and respond to emails to/from Bermuda JPLs and Walkers concerning status of collection actions against international clients.	0.20
07/10/23	J. Frasher Murphy	Conference call with JPLs regarding Plan update and open disputes with UCC.	0.50
07/11/23	Richard Kanowitz	Review and respond to emails to/from Bermuda JPLs, Walkers and BlockFi legal team concerning [REDACTED] [REDACTED]	0.30
07/11/23	Richard Kanowitz	Review and analyze Bermuda JPLs' response to UCC cross motion for appointment of chapter 11 trustee or conversion of case to Chapter 7.	0.80

Invoice Number: 21605312
Matter Name: International Issues
Client/Matter Number: 0063320.000025
Billing Attorney: Alexander Grishman

August 25, 2023
Page 3 of 5

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/11/23	Richard Kanowitz	Review and respond to emails to/from Walkers and BlockFi legal and financial teams concerning [REDACTED] [REDACTED]	0.30
07/11/23	J. Frasher Murphy	Review and analyze response from JPLs to UCC motion to appoint a trustee or convert to 7 (.4); analysis of [REDACTED] (.3).	0.70
07/11/23	Lauren Sisson	Review JPL response to exclusivity motion.	0.30
07/12/23	Richard Kanowitz	Prepare for and conduct conference call with Bermuda JPLs and Walkers concerning court conference on 7/13, key issues and developments in Chapter 11 cases.	0.70
07/13/23	Richard Kanowitz	Review and respond to emails to/from Bermuda JPLs and Walkers concerning [REDACTED]	0.20
07/13/23	Richard Kanowitz	Prepare for and conduct conference call with Bermuda JPLs and US counsel concerning [REDACTED] [REDACTED]	0.40
07/13/23	Richard Kanowitz	Review and respond to emails to/from Bermuda JPLs, Walkers, and BlockFi legal team concerning updates, developments and pleadings to be filed in Chapter 11 cases.	0.40
07/13/23	Lauren Sisson	Participate in call with JPLs on exclusivity, UCC updates.	0.50
07/14/23	Lauren Sisson	Participate in call with Bermuda counsel on current litigation updates.	0.20
07/17/23	Jordan Chavez	Correspondence with JPLs regarding [REDACTED].	0.10
07/17/23	Richard Kanowitz	Review and respond to emails to/from Bermuda JPLs and Walkers concerning mediation with UCC counsel before Judge Kaplan on Plan, Disclosure Statement and 9019 issues.	0.20
07/18/23	Jordan Chavez	Correspond with JPLs regarding committee settlement.	0.30
07/18/23	Richard Kanowitz	Prepare for and conduct conference call with Bermuda JPLs and Walkers concerning court conference on 7/13, key issues and developments in Chapter 11 cases.	0.40
07/18/23	J. Frasher Murphy	Conference call with JPLs regarding plan terms (.4); analysis of procedural issues regarding potential Plan settlement and international proceedings (.4).	0.80
07/19/23	Richard Kanowitz	Review and respond to emails to/from Bermuda JPLs and US counsel concerning status and developments in chapter 11 cases including mediation with UCC.	0.60

Invoice Number: 21605312
Matter Name: International Issues
Client/Matter Number: 0063320.00025
Billing Attorney: Alexander Grishman

August 25, 2023
Page 4 of 5

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/20/23	Richard Kanowitz	Review and respond to emails to/from Bermuda JPLs and Walkers concerning status and developments in chapter 11 cases including mediation with UCC.	0.20
07/20/23	Richard Kanowitz	Prepare for and conduct conference call with Bermuda JPLs and Walkers concerning status and developments in Chapter 11 cases including mediation with UCC.	0.60
07/20/23	J. Frasher Murphy	Participate in update call with JPLs (.5); analysis of issues concerning [REDACTED] (.3).	0.80
07/20/23	Lauren Sisson	Prepare for and participate in call with JPLs and Bermuda counsel on current Plan issues.	0.50
07/21/23	Jordan Chavez	Correspond with JPLs regarding committee settlement, strategies, and timeline.	0.80
07/21/23	Richard Kanowitz	Prepare for and conduct conference call with Bermuda JPLs, US counsel, BlockFi legal team, and Walkers concerning [REDACTED]	0.70
07/21/23	Richard Kanowitz	Review and respond to emails to/from Bermuda JPLs, Walkers and BlockFi legal team concerning [REDACTED] [REDACTED].	0.60
07/21/23	J. Frasher Murphy	Prepare for and participate in call with JPLs regarding case update and settlement terms with UCC.	0.80
07/21/23	Lauren Sisson	Participate in call with JPLs on current UCC issues.	0.70
07/24/23	Jordan Chavez	Correspond with Walkers and Committee counsel regarding Bermuda wallet order.	0.20
07/25/23	Richard Kanowitz	Review and respond to emails to/from Bermuda JPLs and Walkers concerning revised time line for Plan confirmation and Disclosure Statement approval process.	0.30
07/26/23	Richard Kanowitz	Review and analyze JPLs' edits and comments to third amended Plan to incorporate Bermuda law and wind down proceeding constructs and other key legal changes.	1.30
07/26/23	J. Frasher Murphy	Review revisions from JPLs to Plan and protocols for wind-down and related matters (.7); analysis of open issues regarding same (.5); preparations for weekly call with JPLs (.4).	1.60
07/27/23	Jordan Chavez	Correspond with JPLs regarding case status and confirmation issues.	0.50
07/27/23	J. Frasher Murphy	Finish preparing for update call with JPLs (.3); participate in update call with JPLs (.5); review and analysis of issues regarding JPL comments to Plan (.6).	1.40

Invoice Number: 21605312
Matter Name: International Issues
Client/Matter Number: 0063320.000025
Billing Attorney: Alexander Grishman

August 25, 2023
Page 5 of 5

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/28/23	Richard Kanowitz	Review and analyze JPLs' edits and comments to Disclosure Statement to third amended Plan to incorporate Bermuda law and wind down proceeding constructs and other key legal changes.	0.80
07/31/23	Richard Kanowitz	Review and respond to emails to/from Bermuda JPLs, Faegre Drinker, and Walkers and concerning final comments and edits to revised Disclosure Statement, exhibits thereto and amended Plan.	0.60

Chargeable Hours 23.50

Total Fees	\$27,869.50
Adjustment (15% Discount)	\$ (4,180.43)
Total Adjusted Fees	\$23,689.07

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
J. Frasher Murphy	6.60	\$1,100.00	\$7,260.00
Richard Kanowitz	12.30	\$1,400.00	\$17,220.00
Jordan Chavez	1.90	\$775.00	\$1,472.50
Lauren Sisson	2.70	\$710.00	\$1,917.00

Total Professional Summary **\$27,869.50**

Total Fees, Expenses and Charges	\$23,689.07
Total Amount Due	USD \$23,689.07

HAYNES BOONE

Invoice Number: 21605311
Invoice Date: August 25, 2023
Matter Name: Executory Contracts & Unexpired Leases
Client/Matter Number: 0063320.00026
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through July 31, 2023

Total Fees	\$31,233.00
Adjustment (15% Discount)	\$ (4,684.95)
Total Adjusted Fees	\$26,548.05
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$26,548.05
Total Invoice Balance Due	USD \$26,548.05

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21605311** • Client Number **0063320.00026** • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21605311

Matter Name: Executory Contracts & Unexpired Leases

Client/Matter Number: 0063320.00026

Billing Attorney: Alexander Grishman

August 25, 2023

Page 2 of 3

For Professional Services Through July 31, 2023

Professional Fees

Date	Timekeeper	Description	Hours
07/05/23	Jordan Chavez	Correspond with Ms. Marquez regarding Scratch rejection order (.2); correspond with Mambu counsel regarding [REDACTED] rejection (.1).	0.30
07/06/23	Matthew Frankle	Review of omnibus rejection order.	0.10
07/06/23	Lauren Sisson	Review and analyze proofs of claim filed by executory contract counterparties for rejection damages.	4.30
07/10/23	Lauren Sisson	Correspondence with client on executory contract proof of claim for rejection damages.	0.30
07/14/23	Lauren Sisson	Conduct research on [REDACTED] (2.2); review rejection damage proofs of claim filed by counterparties (1.9).	4.10
07/19/23	Lauren Sisson	Analyze executory contract rejection damages (2.9); correspondence with client regarding same (.6).	3.50
07/20/23	Lauren Sisson	Complete analysis of executory contract rejection claims (1.6); draft summary of proposed actions on same (1.9).	3.50
07/21/23	Lauren Sisson	Continue and finish research on [REDACTED] (2.2); draft memo on [REDACTED] (2.9).	5.10
07/24/23	Jordan Chavez	Review and analyze [REDACTED] regarding rejection (2.3); correspond with BlockFi regarding same (.3).	2.60
07/24/23	J. Frasher Murphy	Analysis and strategy development regarding [REDACTED] (.4); review background information concerning [REDACTED] and related matters (.3); emails with client regarding [REDACTED] (.3); review documents from client regarding same (.3).	1.30
07/24/23	Lauren Sisson	Correspondence with client regarding additional executory contract rejections and Plan supplement schedule for assumed contracts (.6); review contract documents received from client (1.1).	1.70
07/25/23	Lauren Sisson	Correspondence with client and BRG on rejection damage claims (.4); correspondence with BRG regarding waterfall analysis (.1); correspondence with counsel for various vendors regarding additional proof of claim documentation (.5).	1.00
07/26/23	Lauren Sisson	Correspondence with opposing counsel on proofs of claim filed by vendors (.8); review additional documentation submitted by same (.4).	1.20

Invoice Number: 21605311

August 25, 2023

Matter Name: Executory Contracts & Unexpired Leases

Page 3 of 3

Client/Matter Number: 0063320.00026

Billing Attorney: Alexander Grishman

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/27/23	Jordan Chavez	Review and analyze [REDACTED] (1.4); correspond with BlockFi regarding same (.2).	1.60
07/27/23	J. Frasher Murphy	Analysis and strategy development regarding [REDACTED] [REDACTED]	0.50
07/27/23	Lauren Sisson	Prepare for and participate in call with client on vendor rejection claims and possible objections to same (1.2); request additional information from counsel for vendors on proofs of claim (.6); review latest contract documents for final executory contract rejection notice (1.9).	3.70
07/28/23	Jordan Chavez	Review and revise assumption/rejection and rejection damages summary (2); correspond with BlockFi regarding same (.1).	0.30
07/28/23	Lauren Sisson	Draft executory contract rejection notice.	1.20
07/28/23	Lauren Sisson	Correspondence with counsel for vendors on proofs of claim (.6); review additional documentation submitted on same (.9); correspondence with client on same (.8).	2.30
07/31/23	Lauren Sisson	Review and correspond with vendors on rejection damage proofs of claim (1.9); analyze additional documentation provided on same (1.2); correspond with client regarding payment records and communications with vendors (.8).	3.90

Chargeable Hours 42.50

Total Fees	\$31,233.00
Adjustment (15% Discount)	\$ (4,684.95)
Total Adjusted Fees	\$26,548.05

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
J. Frasher Murphy	1.80	\$1,100.00	\$1,980.00
Matthew Frankle	0.10	\$1,150.00	\$115.00
Jordan Chavez	4.80	\$775.00	\$3,720.00
Lauren Sisson	35.80	\$710.00	<u>\$25,418.00</u>

Total Professional Summary \$31,233.00

Total Fees, Expenses and Charges \$26,548.05

Total Amount Due USD \$26,548.05

HAYNES BOONE

Invoice Number: 21605310
Invoice Date: August 25, 2023
Matter Name: Discovery
Client/Matter Number: 0063320.00027
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through July 31, 2023

Total Fees	\$1,750.00
Adjustment (15% Discount)	\$ (262.50)
Total Adjusted Fees	\$1,487.50
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$1,487.50
Total Invoice Balance Due	USD \$1,487.50

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21605310** • Client Number **0063320.00027** • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21605310

Matter Name: Discovery

Client/Matter Number: 0063320.000027

Billing Attorney: Alexander Grishman

August 25, 2023

Page 2 of 2

For Professional Services Through July 31, 2023

Professional Fees

Date	Timekeeper	Description	Hours
07/03/23	J. Frasher Murphy	Analysis of open issues in connection with document production to Committee and protective order.	0.40
07/12/23	David Staab	Prepare response and proposed form of protective order in connection with non-party subpoena received in connection with [REDACTED] matter.	0.90
07/24/23	Charlie M. Jones	Analysis of issues concerning preservation of attorney-client privilege and work-product protections.	0.50

Chargeable Hours 1.80

Total Fees	\$1,750.00
Adjustment (15% Discount)	\$(262.50)
Total Adjusted Fees	\$1,487.50

Timekeeper Summary

Timekeeper	Hours	Rate	Amount
Charlie M. Jones	0.50	\$1,000.00	\$500.00
J. Frasher Murphy	0.40	\$1,100.00	\$440.00
David Staab	0.90	\$900.00	\$810.00

Total Professional Summary \$1,750.00

Total Fees, Expenses and Charges	\$1,487.50
Total Amount Due	USD \$1,487.50

HAYNES BOONE

Invoice Number: 21605309
Invoice Date: August 25, 2023
Matter Name: Corporate Governance/Securities/Board Matters
Client/Matter Number: 0063320.00028
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through July 31, 2023

Total Fees	\$12,955.00
Adjustment (15% Discount)	\$ (1,943.25)
Total Adjusted Fees	\$11,011.75
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$11,011.75
Total Invoice Balance Due	USD \$11,011.75

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21605309** • Client Number **0063320.00028** • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21605309

Matter Name: Corporate Governance/Securities/Board Matters

Client/Matter Number: 0063320.000028

Billing Attorney: Alexander Grishman

August 25, 2023

Page 2 of 3

For Professional Services Through July 31, 2023

Professional Fees

Date	Timekeeper	Description	Hours
07/05/23	Richard Kanowitz	Prepare for and conduct conference calls with CRO, BlockFi financial and legal teams concerning [REDACTED].	0.60
07/06/23	Richard Kanowitz	Prepare for and conduct conference call with CRO, COO, BlockFi legal and financial teams concerning [REDACTED]	0.60
07/07/23	Richard Kanowitz	Prepare for and conduct conference call with CRO, COO, BlockFi legal and financial teams concerning [REDACTED]	0.40
07/10/23	Richard Kanowitz	Prepare for and conduct conference call with CRO, CEO, COO, BlockFi legal and financial teams concerning [REDACTED] [REDACTED]	0.40
07/11/23	Richard Kanowitz	Review and respond to emails to/from independent board members concerning [REDACTED].	0.30
07/11/23	Richard Kanowitz	Prepare for and conduct conference call with CRO, CEO, COO, BlockFi legal and financial teams concerning [REDACTED].	0.60
07/12/23	Richard Kanowitz	Prepare for and conduct conference call with CRO, CEO, COO, BlockFi legal and financial teams concerning [REDACTED] [REDACTED]	0.40
07/18/23	Richard Kanowitz	Prepare for and conduct conference call with CEO, COO, and BlockFi GC concerning [REDACTED] [REDACTED]	0.60
07/19/23	Richard Kanowitz	Prepare for and conduct conference call with Board, BlockFi legal and financial teams concerning [REDACTED] [REDACTED]	0.80
07/19/23	Richard Kanowitz	Prepare for and conduct conference call with Board member [REDACTED] BlockFi legal and financial teams concerning [REDACTED] [REDACTED].	0.40
07/20/23	Jordan Chavez	Review and analyze [REDACTED] (.3); correspond with BlockFi and Mr. Nonoka regarding same (.2).	0.50
07/20/23	Richard Kanowitz	Prepare for and conduct conference call with CEO, COO, and BlockFi GC concerning [REDACTED] [REDACTED]	0.60
07/24/23	Richard Kanowitz	Prepare for and conduct conference call with CEO, COO, and BlockFi GC concerning [REDACTED]	0.40

Invoice Number: 21605309

August 25, 2023

Matter Name: Corporate Governance/Securities/Board Matters

Page 3 of 3

Client/Matter Number: 0063320.000028

Billing Attorney: Alexander Grishman

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/25/23	Richard Kanowitz	Prepare for and conduct conference call with CRO, CEO, COO, BlockFi legal and financial teams concerning [REDACTED] [REDACTED]	0.90
07/26/23	Richard Kanowitz	Prepare for and conduct conference call with CEO and BlockFi legal and financial teams concerning [REDACTED]	0.30
07/27/23	Richard Kanowitz	Prepare for and conduct conference call with CEO, COO and BlockFi GC concerning [REDACTED] [REDACTED]	0.80
07/28/23	Jordan Chavez	Strategize with BlockFi executives and counsel regarding [REDACTED] [REDACTED]	0.50
07/28/23	Richard Kanowitz	Prepare for and conduct conference call with CEO, COO, CRO and BlockFi legal and financial teams concerning [REDACTED] [REDACTED]	0.60

Chargeable Hours 9.70

Total Fees	\$12,955.00
Adjustment (15% Discount)	\$ (1,943.25)
Total Adjusted Fees	\$11,011.75

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Richard Kanowitz	8.70	\$1,400.00	\$12,180.00
Jordan Chavez	1.00	\$775.00	\$775.00

Total Professional Summary \$12,955.00

Total Fees, Expenses and Charges \$11,011.75

Total Amount Due USD \$11,011.75

HAYNES BOONE

Invoice Number: 21605308
Invoice Date: August 25, 2023
Matter Name: Preparation of Motions, Applications and Other Pleadings
Client/Matter Number: 0063320.00029
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through July 31, 2023

Total Fees	\$25,669.00
Adjustment (15% Discount)	\$ (3,850.35)
Total Adjusted Fees	\$21,818.65
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$21,818.65
Total Invoice Balance Due	USD \$21,818.65

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21605308** • Client Number **0063320.00029** • Attorney Alexander Grishman

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Invoice Number: 21605308

August 25, 2023

Matter Name: Preparation of Motions, Applications and Other Pleadings

Page 2 of 3

Client/Matter Number: 0063320.00029

Billing Attorney: Alexander Grishman

For Professional Services Through July 31, 2023

Professional Fees

Date	Timekeeper	Description	Hours
07/06/23	Alexander Grishman	Review Insider Settlement 9019 motion and attached memorandum from the Special Committee.	4.40
07/06/23	Richard Kanowitz	Review, analyze and edit 9019 motion to approve settlement of estate claims against insiders.	1.40
07/06/23	Richard Kanowitz	Review, analyze and edit SC report supporting 9019 motion to approve settlement of estate claims against insiders.	1.30
07/07/23	Richard Kanowitz	Review, analyze and edit revised 9019 motion to approve settlement of estate claims against insiders.	0.40
07/07/23	Richard Kanowitz	Review, analyze and edit Debtors' reply on motion to extend exclusivity.	1.20
07/08/23	Richard Kanowitz	Review, analyze and edit BlockFi response to UCC motion to unseal report and statement.	0.60
07/08/23	Richard Kanowitz	Review, analyze and edit revised draft of Debtors' reply on motion to extend exclusivity.	0.80
07/10/23	Richard Kanowitz	Review, analyze and edit latest drafts of Debtors' 9019 motion to approve insider settlements, including redacted special committee report.	1.30
07/10/23	Richard Kanowitz	Review, analyze and edit latest draft of debtors' reply on motion to extend exclusivity.	0.40
07/10/23	Lauren Sisson	Review and analysis of answer to UCC adversary amended complaint.	0.60
07/10/23	Lauren Sisson	Draft notice, motion, and proposed order to stay state license adversary proceeding.	2.90
07/11/23	Lauren Sisson	Continue and finish drafting notice, motion, and order to stay adversary.	3.50
07/12/23	Lauren Sisson	Draft and revise application for extension of 4007 deadline for NJ Bureau of Securities.	1.00
07/13/23	Lauren Sisson	Draft and revise applications for extension of 4007 deadline and bar date for DOJ (1.1); finalize and prepare motion to stay, standstill agreement, and admin stay in state license adversary for filing (1.5).	2.60
07/14/23	Lauren Sisson	Begin drafting reply to claims objection response.	0.90
07/31/23	Lauren Sisson	Draft seventh and eighth omnibus claims objections (2.2); draft fourth notice of rejection of executory contracts and schedule for same (1.2).	3.40

Invoice Number: 21605308

August 25, 2023

Matter Name: Preparation of Motions, Applications and Other Pleadings

Page 3 of 3

Client/Matter Number: 0063320.00029

Billing Attorney: Alexander Grishman

Chargeable Hours 26.70

Total Fees	\$25,669.00
Adjustment (15% Discount)	\$ (3,850.35)
Total Adjusted Fees	\$21,818.65

Timekeeper Summary

Timekeeper	Hours	Rate	Amount
Alexander Grishman	4.40	\$1,075.00	\$4,730.00
Richard Kanowitz	7.40	\$1,400.00	\$10,360.00
Lauren Sisson	14.90	\$710.00	\$10,579.00

Total Professional Summary **\$25,669.00**

Total Fees, Expenses and Charges **\$21,818.65**

Total Amount Due **USD \$21,818.65**

HAYNES BOONE

Invoice Number: 21605307
Invoice Date: August 25, 2023
Matter Name: Reporting
Client/Matter Number: 0063320.00032
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through July 31, 2023

Total Fees	\$2,120.00
Adjustment (15% Discount)	\$ (318.00)
Total Adjusted Fees	\$1,802.00
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$1,802.00
Total Invoice Balance Due	USD \$1,802.00

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21605307** • Client Number **0063320.00032** • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21605307

August 25, 2023

Matter Name: Reporting

Page 2 of 2

Client/Matter Number: 0063320.000032

Billing Attorney: Alexander Grishman

For Professional Services Through July 31, 2023

Professional Fees

Date	Timekeeper	Description	Hours
07/21/23	Richard Kanowitz	Review and respond to emails to/from BRG and BlockFi financial team concerning June Monthly Operating Reports for filing.	0.60
07/21/23	J. Frasher Murphy	Review Debtors' filed Monthly Operating Reports.	0.40
07/24/23	Richard Kanowitz	Review and analyze BRG weekly reporting presentation on variances to company and UCC.	0.60

Chargeable Hours 1.60

Total Fees	\$2,120.00
Adjustment (15% Discount)	\$ (318.00)
Total Adjusted Fees	\$1,802.00

Timekeeper Summary

Timekeeper	Hours	Rate	Amount
J. Frasher Murphy	0.40	\$1,100.00	\$440.00
Richard Kanowitz	1.20	\$1,400.00	<u>\$1,680.00</u>
Total Professional Summary			\$2,120.00

Total Fees, Expenses and Charges	\$1,802.00
Total Amount Due	USD \$1,802.00

HAYNES BOONE

Invoice Number: 21605305
Invoice Date: August 25, 2023
Matter Name: Communications with Creditors
Client/Matter Number: 0063320.00034
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through July 31, 2023

Total Fees	\$16,871.50
Adjustment (15% Discount)	\$ (2,530.73)
Total Adjusted Fees	\$14,340.77
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$14,340.77
Total Invoice Balance Due	USD \$14,340.77

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: 111-000-025 Operating Account No.: 018-08-3729-4

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: 0260-0959-3 Operating Account No.: 018-08-3729-4

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21605305** • Client Number **0063320.00034** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21605305
Matter Name: Communications with Creditors
Client/Matter Number: 0063320.000034
Billing Attorney: Alexander Grishman

August 25, 2023
Page 2 of 3

For Professional Services Through July 31, 2023

Professional Fees

Date	Timekeeper	Description	Hours
07/05/23	Alexander Grishman	Review letter to K. Aulet and related exhibits regarding de-designation as non-confidential of certain materials disclosed to the Unsecured Creditors Committee.	0.90
07/05/23	Lauren Sisson	Draft and send follow up correspondence on several creditor inquiries.	0.80
07/06/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams on [REDACTED]	0.30
07/07/23	Alexander Grishman	Review and analyze letter from creditors' committee regarding updates/changes to confidentiality designations.	0.50
07/07/23	Lauren Sisson	Respond to creditor inquiries.	0.30
07/10/23	Richard Kanowitz	Review and respond to emails and voicemails from creditors concerning return of assets and related administrative issues in cases.	0.60
07/10/23	Lauren Sisson	Review credit inquiry and filed proofs of claim.	0.30
07/10/23	Tom Zavala	Respond to creditor inquiries regarding notices received from Kroll (1.5); review and respond to United States Trustee regarding creditor inquiries (.4).	1.90
07/11/23	Alexander Grishman	Review and analysis of further communications with Creditors' Committee regarding confidentiality designations for transaction documents.	0.70
07/11/23	Richard Kanowitz	Review and respond to emails to/from financial press/reporters and BlockFi legal and financial teams concerning inquiries on BlockFi and UCC pleadings.	0.80
07/12/23	Richard Kanowitz	Review and respond to emails and voice mails from creditors concerning return of assets and related administrative issues in cases.	0.90
07/14/23	Richard Kanowitz	Review and respond to emails and voice mails of creditors concerning case administration issues.	1.30
07/14/23	Tom Zavala	Review creditor's beneficiary designation form and death certificate (.3); correspondence with BlockFi legal and financial teams regarding creditor seeking to recover funds in deceased husband's account (.1); draft follow-up email to J. Duhl regarding same (.1).	0.50
07/18/23	Tom Zavala	Further correspondence with BlockFi regarding decedent beneficiary form.	0.40

Invoice Number: 21605305
 Matter Name: Communications with Creditors
 Client/Matter Number: 0063320.00034
 Billing Attorney: Alexander Grishman

August 25, 2023
 Page 3 of 3

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/24/23	Lauren Sisson	Correspondence with creditors regarding case updates and timing (1.1); correspondence with counsel for creditor regarding motion to file late claim (.4).	1.50
07/25/23	Richard Kanowitz	Review and respond to emails to/from Kroll, C Street, BlockFi legal and financial teams concerning [REDACTED] [REDACTED]	0.40
07/25/23	Richard Kanowitz	Conference call with UCC counsel (Ken Aulet) concerning post confirmation issues.	0.20
07/27/23	Richard Kanowitz	Review and analyze C Street reports on BlockFi creditor postings/tweets and media articles concerning BlockFi.	0.60
07/27/23	Richard Kanowitz	Prepare for and conduct conference call with counsel to UCC concerning comments and edits to Plan and Disclosure Statement.	0.40
07/28/23	Richard Kanowitz	Review and respond to voice mail messages from BlockFi creditors seeking information on wallet assets, distributions on proofs of claim and other administrative issues.	0.60
07/31/23	Tom Zavala	Respond to voicemails from five BlockFi clients to answer questions related to notices received, status of case, status of their claims and distributions.	2.70

Chargeable Hours 16.60

Total Fees	\$16,871.50
Adjustment (15% Discount)	\$ (2,530.73)
Total Adjusted Fees	\$14,340.77

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Alexander Grishman	2.10	\$1,075.00	\$2,257.50
Richard Kanowitz	6.10	\$1,400.00	\$8,540.00
Lauren Sisson	2.90	\$710.00	\$2,059.00
Tom Zavala	5.50	\$730.00	<u>\$4,015.00</u>

Total Professional Summary \$16,871.50

Total Fees, Expenses and Charges	\$14,340.77
Total Amount Due	USD \$14,340.77

HAYNES BOONE

Invoice Number: 21605304
Invoice Date: August 25, 2023
Matter Name: Trademark Issues
Client/Matter Number: 0063320.00035
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through July 31, 2023

Total Fees	\$400.00
Adjustment (15% Discount)	\$ (60.00)
Total Adjusted Fees	\$340.00
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$340.00
Total Invoice Balance Due	USD \$340.00

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: 111-000-025 Operating Account No.: 018-08-3729-4

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: 0260-0959-3 Operating Account No.: 018-08-3729-4

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21605304** • Client Number **0063320.00035** • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21605304

Matter Name: Trademark Issues

Client/Matter Number: 0063320.000035

Billing Attorney: Alexander Grishman

August 25, 2023

Page 2 of 2

For Professional Services Through July 31, 2023

Professional Fees

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/14/23	Annie Allison	Correspond with registrar regarding transfer of domain name to client (.1); create registrar account and instruct transfer of domain name (.2).	0.30
07/21/23	Annie Allison	Further implement the transfer of the [REDACTED] domain name based on domain name dispute order.	0.20

Chargeable Hours 0.50

Total Fees	\$400.00
Adjustment (15% Discount)	\$ (60.00)
Total Adjusted Fees	\$340.00

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Annie Allison	0.50	\$800.00	<u>\$400.00</u>
Total Professional Summary			\$400.00

Total Fees, Expenses and Charges **\$340.00**

Total Amount Due USD **\$340.00**

HAYNES BOONE

Invoice Number: 21605303
Invoice Date: August 25, 2023
Matter Name: Core Scientific Issues
Client/Matter Number: 0063320.00036
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through July 31, 2023

Total Fees	\$126,549.00
Adjustment (15% Discount)	\$ (18,982.35)
Total Adjusted Fees	\$107,566.65
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$107,566.65
Total Invoice Balance Due	USD \$107,566.65

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: 111-000-025 Operating Account No.: 018-08-3729-4

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: 0260-0959-3 Operating Account No.: 018-08-3729-4

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

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NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21605303** • Client Number **0063320.00036** • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21605303
 Matter Name: Core Scientific Issues
 Client/Matter Number: 0063320.00036
 Billing Attorney: Alexander Grishman

August 25, 2023
 Page 2 of 11

For Professional Services Through July 31, 2023

Professional Fees

Date	Timekeeper	Description	Hours
07/03/23	Matt Ferris	Review and consideration of case status and next steps with respect to Core Sci's plan and disclosure statement (.5); review Celsius term sheet and correspondence regarding same (.3).	0.80
07/03/23	Kenneth J. Rusinko	Review Plan and Disclosure Statement and notify team of hearings and upcoming deadlines.	0.60
07/05/23	Matt Ferris	Review Core Sci DIP amendment (.3); review variance reporting (.2); correspond with BRG team regarding same (.2).	0.70
07/05/23	Richard Kanowitz	Review and analyze proposed DIP amendment for Core Sci debtor.	0.20
07/05/23	J. Frasher Murphy	Review Celsius proposal to Core (.4); review Core variance report (.4).	0.80
07/06/23	Matt Ferris	Further review and analysis of Plan treatment of equipment lender claims, and work on strategy development with respect to same (1.6); prepare for (.3) and participate in equipment lender update call with Core Sci's advisors (.5); review and analysis of Core Sci's Plan counterproposal (.6); multiple calls and emails with BlockFi and BRG teams regarding same (1.0).	4.00
07/06/23	Matthew Frankle	Participate in equipment lender call with Debtors and Debtors' counsel.	0.50
07/06/23	J. Frasher Murphy	Analysis of Plan treatment issues in advance of update call (.3); analysis of issues regarding BlockFi court approval of Core Sci Plan treatment (.4); prepare for (.1) and participate in weekly update call for equipment lenders (.5); review and analyze Plan treatment counter-proposal from Core Sci (.4); analysis and strategy development regarding same (.2); correspondence with counsel for equipment lender regarding Plan treatment (.3).	2.20
07/07/23	Matt Ferris	Review and analysis of, and respond to, correspondence from Core Sci advisors regarding matters related to allowance of BlockFi's secured equipment lender claim (.4); correspond with BlockFi team regarding same (.2); further review and analysis of Core Sci's Plan counterproposal and correspondence regarding same (.8); correspond with BlockFi team regarding same (.2); correspond with counsel for certain equipment lenders regarding open issues with respect to Core Sci Plan and next steps with respect to same (.5).	2.10
07/07/23	Matthew Frankle	Review of equipment valuation methodology used by Core Sci.	0.20
07/07/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning Core Sci debtor response to counter Plan proposed by BlockFi and mining equipment lender group.	0.60

Invoice Number: 21605303
 Matter Name: Core Scientific Issues
 Client/Matter Number: 0063320.00036
 Billing Attorney: Alexander Grishman

August 25, 2023
 Page 3 of 11

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/07/23	J. Frasher Murphy	Continued review and analysis of counter-proposal on Plan treatment (.5); analyze information request and information provided from Core Sci Debtors regarding proof of claim filed by BlockFi (.4).	0.90
07/07/23	Kenneth J. Rusinko	Review Notice regarding North Mill Equipment's Motion for Relief from Stay and notify team of new hearing date.	0.20
07/08/23	Matt Ferris	Review and respond to correspondence between Core Sci and Equipment Lender advisors regarding Plan matters (.3); correspond with BlockFi and BRG teams regarding same (.2); analysis of Plan status and next steps, and strategy development with respect to same (1.0).	1.50
07/08/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning Core Sci debtor information requests regarding BlockFi proof of claim.	0.20
07/08/23	Richard Kanowitz	Review and analyze Core Sci debtor information requests regarding BlockFi proof of claim.	0.40
07/08/23	J. Frasher Murphy	Correspondence with Debtors' counsel and counsel for Equipment Lenders regarding Plan negotiations.	0.30
07/09/23	Matt Ferris	Develop strategy regarding plan status, claim treatment, and next steps (.7); review correspondence to/from Core Sci's advisors regarding plan settlement meeting and related matters (.2).	0.90
07/10/23	Matt Ferris	Multiple calls and emails with BlockFi team and BRG regarding plan settlement meeting and related matters (1.2); correspond with Core Sci and equipment lender advisors regarding same (.6); prepare for and participate in conference call with equipment lender group regarding plan settlement discussions and meeting (.6); strategy development with respect to same and plan settlement meeting (1.0); review and respond to correspondence to/from BlockFi team and Core Sci advisors regarding claim allowance matters (.5); review draft mediation order (.4).	4.30
07/10/23	Matthew Frankle	Call with equipment lender group.	0.50
07/10/23	Richard Kanowitz	Review and respond to emails to/from BRG and BlockFi legal and financial teams concerning meeting with Core Sci to discuss Plan treatment for BlockFi liens, claims and encumbrances.	0.60
07/10/23	J. Frasher Murphy	Participate in call with equipment lenders regarding Plan treatment counter-proposal (.6); post call analysis of terms of negotiations (.3).	0.90

Invoice Number: 21605303
 Matter Name: Core Scientific Issues
 Client/Matter Number: 0063320.00036
 Billing Attorney: Alexander Grishman

August 25, 2023
 Page 4 of 11

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/11/23	Matt Ferris	Review mark up of mediation order (.3); correspond with BlockFi team regarding claim allowance matters (.4); participate in call with equipment lender group regarding preparation for plan settlement meeting (.5); review and analysis of plan counter-proposal and correspondence regarding same (.6); confer with BlockFi team regarding preparation for plan settlement meeting (1.0); attend plan settlement meeting (2.1); consideration of open issues and next steps following plan settlement meeting and confer with BlockFi team regarding same (.9).	5.80
07/11/23	Matthew Frankle	Review of equipment lender counterproposal to Core.	0.50
07/11/23	Matthew Frankle	Meeting with BlockFi regarding strategy for Core Sci claims and plan treatment (1.0); meeting at Core counsel's office with other equipment lenders (2.1).	3.10
07/11/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning proposed mediation order for mediation between BlockFi, Core Sci and mining equipment lenders.	0.30
07/11/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning Core Sci information requests regarding BlockFi equipment lender claims.	0.30
07/11/23	Richard Kanowitz	Review and respond to emails to/from counsel for various equipment lenders concerning Plan of Reorganization counter offer to Core Sci on treatment of mining equipment lender claims.	0.80
07/11/23	Richard Kanowitz	Review and analyze proposed order for mediation between BlockFi, Core Sci and mining equipment lenders.	0.40
07/11/23	Richard Kanowitz	Review and analyze Core Sci information requests regarding BlockFi equipment lender claims.	0.40
07/11/23	J. Frasher Murphy	Review and analyze proposed draft of mediation order (.6); draft comments to same (.4); strategy development in connection with settlement meeting with Core Sci (.4); analysis of issues regarding court approval of compromise of bankruptcy claim in Core Sci (.5); participate in call with counsel for equipment lenders in advance of meeting with Debtors (.5); review draft of lender second counter-proposal on Plan treatment (.4).	2.80
07/12/23	Matt Ferris	Review and consideration of revised equipment lender plan counter-proposal and correspond with certain equipment lender advisors regarding same (.9); further review and consideration of open issues and next steps regarding plan treatment of equipment lender claims (.6); correspond with BlockFi team regarding same (.4); review revised draft of mediation order (.3); review variance reporting (.4).	2.60
07/12/23	Matthew Frankle	Review and analysis of information requests regarding BlockFi proof of claim.	0.40

Invoice Number: 21605303
 Matter Name: Core Scientific Issues
 Client/Matter Number: 0063320.00036
 Billing Attorney: Alexander Grishman

August 25, 2023
 Page 5 of 11

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/12/23	Richard Kanowitz	Review and analyze Core Sci financial and variance reports provided to BlockFi as mining equipment lender.	0.60
07/12/23	Richard Kanowitz	Review and analyze revised mediation order for Plan confirmation negotiations between Core Sci debtor and BlockFi and other estate parties.	0.60
07/12/23	J. Frasher Murphy	Review revised draft of Mediation Order and revisions to same (.5); review and analyze draft equipment lender counter-proposal (.6); review Core Sci weekly variance report (.4).	1.50
07/13/23	Matt Ferris	Review and analysis of updated plan settlement counter proposal and correspond with BlockFi team and equipment lender group regarding same (.7); consideration of open issues and next steps regarding plan negotiations (.6); prepare and send correspondence to UCC team regarding status update (.4).	1.70
07/13/23	Matt Ferris	Participate in equipment lender status update call (.2); correspond with BlockFi team regarding follow up matters (.3).	0.50
07/13/23	Matthew Frankle	Participate in equipment lender call with Debtor's counsel.	0.20
07/13/23	Richard Kanowitz	Review and respond to emails to/from UCC counsel concerning update on Core Sci and equipment lenders Plan settlement negotiations.	0.20
07/13/23	J. Frasher Murphy	Analysis of terms of Plan treatment and open items for negotiations (.6); analysis of open issues with UCC in connection with Core settlement proposal (.4); pursue strategy regarding same (.2); review further updated equipment lender counter-proposal (.4).	1.60
07/13/23	Kenneth J. Rusinko	Review Order regarding Mediation and notify team of details and dates for same.	0.60
07/14/23	Matt Ferris	Review and respond to correspondence to/from Core Sci advisors and equipment lender group regarding plan settlement counterproposal.	0.30
07/14/23	Matt Ferris	Review and analysis of secured equipment loan claim allowance matters and correspond with BlockFi team regarding same.	0.70
07/14/23	Matt Ferris	Correspond with UCC team regarding Core Sci status update and related matters.	0.40
07/14/23	Matt Ferris	Further review and analysis of equipment lender counterproposal and work on strategy development with respect to same (.8); correspond with BlockFi and BRG teams regarding same (.3).	1.10
07/14/23	Matt Ferris	Review entered mediation order and attention to next steps with respect to same.	0.30
07/14/23	Matthew Frankle	Review and analysis of information requests regarding BlockFi proof of claim (.3); prepare summary to BlockFi regarding same (.3).	0.60

Invoice Number: 21605303
 Matter Name: Core Scientific Issues
 Client/Matter Number: 0063320.00036
 Billing Attorney: Alexander Grishman

August 25, 2023
 Page 6 of 11

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/14/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning ad hoc group of equipment lenders counter proposal to Core Sci debtor on plan treatment.	0.60
07/14/23	Richard Kanowitz	Review and respond to emails to/from Core Sci debtor and court concerning plan mediation between Core Sci, BlockFi and other parties in interest.	0.40
07/14/23	J. Frasher Murphy	Review further revised equipment lender counter-proposal (.4); numerous emails with equipment lenders regarding same (.3); review and analyze of research findings and case law regarding [REDACTED] (1.1).	1.80
07/15/23	Richard Kanowitz	Review and analyze Core Sci debtor settlements with 4 M&M lien claimants: Condair, Trilogy, HMC, and Didado.	0.90
07/16/23	Matt Ferris	Preparations for mediation.	0.60
07/17/23	Matt Ferris	Correspond with BlockFi and UCC teams regarding Core Scientific case status, open issues and next steps (.5); calls and email correspondence with BlockFi and BRG teams regarding same (1.4); review draft of recovery analysis for discussion with UCC team (.3).	2.20
07/17/23	Matt Ferris	Prepare for and participate in pre-mediation conference (1.0); correspond with equipment lender advisors regarding follow up matters from same (3).	1.30
07/17/23	Matt Ferris	Review and analysis of research regarding [REDACTED]	0.50
07/17/23	Matthew Frankle	Calls with BRG to analyze counterproposal for equipment lender settlement.	1.40
07/17/23	Matthew Frankle	Review of recovery analysis slides from Core Sci.	0.30
07/17/23	J. Frasher Murphy	Preparations in connection with meeting with UCC to discuss Core Plan treatment.	0.40
07/17/23	Kenneth J. Rusinko	Review four Motions for Approval of Settlements and advise team of deadlines for objections thereto.	0.50
07/18/23	Matt Ferris	Further review of secured equipment loan claim allowance matters and correspond with BlockFi team and Weil regarding same.	0.30
07/18/23	Matt Ferris	Review and comment on UCC discussion materials (.7); prepare for (.5) and participate in conference call with UCC advisors regarding Core Sci case status, open issues and next steps (.9); correspond with BlockFi and BRG teams regarding follow up matters from same (.3).	2.40
07/18/23	Matthew Frankle	Review of summary of various equipment lender proposals (.5); call with UCC advisors on same (.9).	1.40
07/18/23	Richard Kanowitz	Review and analyze BRG analysis for Plan confirmation negotiations between Core Sci debtor and BlockFi and other estate parties.	0.60

Invoice Number: 21605303
 Matter Name: Core Scientific Issues
 Client/Matter Number: 0063320.00036
 Billing Attorney: Alexander Grishman

August 25, 2023
 Page 7 of 11

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/18/23	J. Frasher Murphy	Participate in call with UCC regarding Plan treatment.	0.90
07/19/23	Matt Ferris	Review Debtors' motion to extend exclusivity (.3); calls and email correspondence with counsel for certain equipment lenders regarding plan negotiation status and next steps (.5); calls and email correspondence with BlockFi and BRG teams regarding same (.6); review and analysis of variance reporting and correspond with BRG regarding same (.4); work on preparation for plan mediation (.6).	2.40
07/19/23	J. Frasher Murphy	Review Debtors' variance report.	0.40
07/20/23	Matt Ferris	Correspond with BlockFi and BRG teams regarding open issues and next steps (.4); prepare for and participate in equipment lender update call (.5); correspond with UCC team and equipment lender group regarding follow up matters regarding status of plan settlement discussions (.3).	1.20
07/20/23	Matthew Frankle	Participate in update call with equipment lenders.	0.20
07/20/23	J. Frasher Murphy	Prepare for and participate in weekly equipment lender update call (.5); analysis of follow up issues related to upcoming mediation (.2).	0.70
07/20/23	Kenneth J. Rusinko	Review Motion to Extend Exclusivity, calculate objection deadline and advise team.	0.20
07/21/23	Matt Ferris	Review agenda for July 24 hearing (.1); review and analysis of draft mediation statement regarding [REDACTED] and correspondence regarding same (.5); correspondence with BlockFi and UCC teams regarding plan negotiation status and next steps (.3).	0.90
07/21/23	J. Frasher Murphy	Correspondence with UCC regarding treatment under Core Plan and negotiations regarding same (.3); review draft of Debtors' Mediation Statement (.8); analysis of follow-up issues related thereto (.2).	1.30
07/22/23	Matt Ferris	Review and analysis of draft equipment lender mediation materials (.8); correspond with BlockFi and BRG teams regarding same (.4); review equipment lender group correspondence regarding same and mediation (.1).	1.30
07/22/23	J. Frasher Murphy	Review and analyze draft equipment lender mediation materials.	0.60
07/23/23	Matt Ferris	Review and analysis of, and correspond with BlockFi and BRG teams regarding, Core Sci's responsive term sheet regarding plan treatment of equipment lender claims (.9); follow up correspondence with Core Sci and equipment lender advisors regarding same (.2); further review and comment on draft of equipment lender group mediation materials and correspond with counsel for certain equipment lenders regarding same (.8); correspond with BlockFi team regarding matters related to equipment lender claim (.3); review of, and consideration of matters related to, Core Sci's mediation statement regarding convertible notes 2x repayment issue (.6); attention to matters regarding mediation and work on preparation for same (.5).	3.30

Invoice Number: 21605303
 Matter Name: Core Scientific Issues
 Client/Matter Number: 0063320.00036
 Billing Attorney: Alexander Grishman

August 25, 2023
 Page 8 of 11

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/24/23	Matt Ferris	Further review and comment on draft of equipment lender group mediation materials (.6); multiple calls and emails with equipment lender group advisors regarding same (.6); review revised draft of Core Sci's mediation statement and correspondence regarding same (.4); prepare for and participate in conference call with Core Sci advisors regarding plan term sheet and related matters (.5); review revised draft of equipment lender group mediation materials and correspondence regarding same (.5); consideration and development of strategy for responding to latest Core Sci plan term sheet, and correspond with BlockFi and BRG teams regarding same (.7); work on preparation for mediation (1.1); prepare for and participate in conference call with BlockFi and BRG teams regarding same (1.0); review and respond to correspondence to/from UCC team regarding plan settlement matters (.2).	5.60
07/24/23	Matthew Frankle	Update call with BlockFi on potential Core settlement.	0.50
07/24/23	Matthew Frankle	Review of joint mediation statement (.4); call with Core and advisors for Equipment Lenders (.4).	0.80
07/24/23	Richard Kanowitz	Review and analyze equipment lenders' mediation statement on key issues for Core Sci mediation.	0.70
07/24/23	Richard Kanowitz	Review and respond to emails to/from Core Sci counsel and various equipment lenders counsel concerning mediation statement on key issues for Core Sci mediation.	0.60
07/24/23	Richard Kanowitz	Review and analyze equipment lenders counter proposal to Core Sci treatment of BlockFi claims under Plan of Reorganization.	0.80
07/24/23	Richard Kanowitz	Review and respond to emails to/from BRG and BlockFi legal and financial teams concerning equipment lenders counter-proposal to Core Sci treatment of BlockFi claims under Plan of Reorganization.	0.40
07/24/23	J. Frasher Murphy	Review revised draft of Debtors' mediation statement (.6); review updated counter proposal received from Debtors (.5); participate in call with equipment lenders and Debtors' professionals regarding updated counter-offer and related matters (.4); strategy development in connection with mediation, Disclosure Statement hearing, and related matters (.6); review further revised draft of Debtors' mediation statement (.4).	2.50
07/24/23	Kenneth J. Rusinko	Review Agreed Order relating to GEM Mining's Motion to Compel and advise team.	0.20

Invoice Number: 21605303
 Matter Name: Core Scientific Issues
 Client/Matter Number: 0063320.00036
 Billing Attorney: Alexander Grishman

August 25, 2023
 Page 9 of 11

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/25/23	Matt Ferris	Review correspondence from UCC team regarding plan negotiations (.1); multiple calls and emails with BlockFi and BRG teams regarding same and mediation preparation (1.1); review and analysis of draft of further equipment lender counter proposal (.4); correspond with equipment lender group regarding same (.3); multiple calls with BlockFi and BRG teams regarding same and next steps (.7); review follow up correspondence with Core Sci team regarding same (.2); review and analysis of further Core Sci responsive term sheet and correspondence with equipment lender group regarding same (.5); work on preparation for mediation (1.5).	4.80
07/25/23	Matthew Frankle	Review of [REDACTED] with BlockFi business team.	0.70
07/25/23	Matthew Frankle	Review of settlement scenarios with BlockFi and BRG (.5); review of counterproposal from Core (.4).	0.90
07/25/23	Richard Kanowitz	Review and respond to emails to/from Core Sci counsel and various equipment lenders counsel concerning mediation proceedings before Judge Isgur.	0.40
07/25/23	Richard Kanowitz	Review and respond to emails to/from BRG and BlockFi legal and financial teams concerning equipment lenders' counter-proposal to Core Sci treatment of BlockFi claims under Plan of Reorganization.	0.60
07/25/23	J. Frasher Murphy	Review updated counter-proposal from equipment lenders to Core Sci (.3); analysis and strategy development regarding terms specific to BlockFi (.4); review and analyze counter-proposal received from Core Sci (.4); numerous emails with counsel for equipment lenders regarding proposals (.5); strategy development and preparations in connection with mediation (.6).	2.20
07/26/23	Matt Ferris	Correspond with equipment lender group regarding Core Sci counter proposal and next steps (.3); prepare for and participate in plan mediation (3.5); correspond with BlockFi and BRG teams regarding same (.6).	4.40
07/26/23	Matthew Frankle	Participate in Core Sci equipment lender mediation meeting.	0.70
07/26/23	Richard Kanowitz	Review and respond to emails to/from BRG and BlockFi legal and financial teams concerning equipment lenders mediation proposal to Core Sci for treatment of equipment lender claims under Plan of Reorganization.	0.40
07/26/23	Richard Kanowitz	Review and respond to emails to/from various counsel to equipment lenders concerning equipment lenders mediation proposal to Core Sci for treatment of equipment lender claims under Plan of Reorganization.	0.40
07/26/23	J. Frasher Murphy	Strategy development regarding claim treatment under Core Sci Plan post-mediation (.5); review weekly variance report (.3); review draft reservation of rights in connection with Core Sci Disclosure Statement and Plan (.4).	1.20
07/26/23	Lauren Sisson	Draft statement of no objection to Disclosure Statement.	0.90

Invoice Number: 21605303
 Matter Name: Core Scientific Issues
 Client/Matter Number: 0063320.00036
 Billing Attorney: Alexander Grishman

August 25, 2023
 Page 10 of 11

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/27/23	Matt Ferris	Consideration of open issues and next steps following plan mediation (.5); correspond with BlockFi team and certain equipment lender advisors regarding follow up matters from mediation (.6); review draft reservation of rights regarding disclosure statement (.2); review and analysis of variance reporting and correspond with BRG team regarding same (.4); prepare for and participate in equipment lender update call (.5); attention to follow up matters from same (.2); review correspondence from Weil regarding continuance of disclosure statement hearing (.1).	2.50
07/27/23	Matthew Frankle	Participate in update call with equipment lenders and Core advisors.	0.40
07/27/23	Richard Kanowitz	Review and respond to emails to/from BRG, BlockFi legal and financial teams concerning mediation with Core Sci and other parties in interest concerning Plan treatment of allowed lender and note claims.	0.60
07/27/23	J. Frasher Murphy	Participate in equipment lender update call with Debtors (.4); analysis of issues regarding mediation, Plan timeline, and related matters (.3).	0.70
07/28/23	Matt Ferris	Review and analysis of Core Sci supplemental KERP materials.	0.30
07/28/23	Matt Ferris	Consideration of status and next steps with respect to plan treatment of equipment lender secured claims (.7); multiple calls and emails with BlockFi team regarding same (.5).	1.20
07/28/23	Matthew Frankle	Review of Core supplemental KERP documents.	0.30
07/28/23	J. Frasher Murphy	Strategy regarding Core Sci Plan treatment of claims.	0.30
07/31/23	Matt Ferris	Review and analysis of equity facility term sheets (.5); consideration of status and next steps with respect to allowance and treatment of equipment lender secured claim (.6); correspond with BRG and BlockFi teams regarding same (.2).	1.30
07/31/23	Kenneth J. Rusinko	Review correspondence regarding mediation extension, rescheduling of Disclosure Statement hearing and other related deadlines and notify team (.2); review Motion for Summary Judgment on Sphere 3D Proofs of Claim, circulate and advise team of hearing (.3).	0.50

Chargeable Hours 118.50

Total Fees	\$126,549.00
Adjustment (15% Discount)	\$ (18,982.35)
Total Adjusted Fees	\$107,566.65

Invoice Number: 21605303

Matter Name: Core Scientific Issues

Client/Matter Number: 0063320.00036

Billing Attorney: Alexander Grishman

August 25, 2023

Page 11 of 11

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
J. Frasher Murphy	24.00	\$1,100.00	\$26,400.00
Matt Ferris	64.20	\$1,000.00	\$64,200.00
Matthew Frankle	13.60	\$1,150.00	\$15,640.00
Richard Kanowitz	13.00	\$1,400.00	\$18,200.00
Lauren Sisson	0.90	\$710.00	\$639.00
Kenneth J. Rusinko	2.80	\$525.00	\$1,470.00
			<hr/>
Total Professional Summary			\$126,549.00

Total Fees, Expenses and Charges **\$107,566.65**

Total Amount Due **USD \$107,566.65**

HAYNES BOONE

Invoice Number: 21605302
Invoice Date: August 25, 2023
Matter Name: Class Action Lawsuits
Client/Matter Number: 0063320.00041
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through July 31, 2023

Total Fees	\$6,872.00
Adjustment (15% Discount)	\$ (1,030.80)
Total Adjusted Fees	\$5,841.20
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$5,841.20
Total Invoice Balance Due	USD \$5,841.20

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21605302** • Client Number **0063320.00041** • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21605302
Matter Name: Class Action Lawsuits
Client/Matter Number: 0063320.000041
Billing Attorney: Alexander Grishman

August 25, 2023
Page 2 of 2

For Professional Services Through July 31, 2023

Professional Fees

Date	Timekeeper	Description	Hours
07/17/23	Brad Foster	Analysis of D&O coverage relating to Greene and Elas lawsuits (1.9); email correspondence with co-counsel regarding same (.2).	2.10
07/17/23	Richard Kanowitz	Review and analyze Green and Elas complaints and Realm and Chubb insurance policies for coverage and exclusions.	1.10
07/18/23	Brad Foster	Review RELM coverage letters for Greene and Elas cases.	0.40
07/26/23	Lauren Sisson	Analysis of class action plaintiff proofs of claim.	0.20
07/31/23	Brad Foster	Review status of pending motions for appointment of lead plaintiff (.5); prepare summary analysis (.7).	1.20
07/31/23	Richard Kanowitz	Review and respond to emails to/from BlockFi D&O [REDACTED] [REDACTED]	0.80

Chargeable Hours 5.80

Total Fees	\$6,872.00
Adjustment (15% Discount)	\$ (1,030.80)
Total Adjusted Fees	\$5,841.20

Timekeeper Summary

Timekeeper	Hours	Rate	Amount
Brad Foster	3.70	\$1,100.00	\$4,070.00
Richard Kanowitz	1.90	\$1,400.00	\$2,660.00
Lauren Sisson	0.20	\$710.00	\$142.00
Total Professional Summary			\$6,872.00

Total Fees, Expenses and Charges	\$5,841.20
Total Amount Due	USD \$5,841.20

HAYNES BOONE

Invoice Number: 21605301
Invoice Date: August 25, 2023
Matter Name: Three Arrows Proceedings / Claims
Client/Matter Number: 0063320.00042
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through July 31, 2023

Total Fees	\$200,854.00
Adjustment (15% Discount)	\$ (30,128.10)
Total Adjusted Fees	\$170,725.90
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$170,725.90
Total Invoice Balance Due	USD \$170,725.90

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21605301** • Client Number **0063320.00042** • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21605301

Matter Name: Three Arrows Proceedings / Claims

Client/Matter Number: 0063320.00042

Billing Attorney: Alexander Grishman

August 25, 2023

Page 2 of 9

For Professional Services Through July 31, 2023

Professional Fees

Date	Timekeeper	Description	Hours
07/05/23	Jordan Chavez	Correspond with BlockFi team and Debtors' professionals regarding Three Arrows claims and evidence (.8); review, analyze, organize and compile additional evidentiary documents in support of claim and claim defenses (1.6); review and revise claims memorandum analysis (.8); review and analyze 3AC Disclosure Statement objection (.5); [REDACTED] (.8).	4.50
07/05/23	Aimee M. Furness	Address issues related to memo regarding 3AC claims and evidentiary support (.8); review 3AC objection to Disclosure Statement (.5); analyze documents related to 3AC for various issues including those identified in 3AC objection (3.4).	4.70
07/05/23	Richard Kanowitz	Review and analyze 3AC objection to Plan and Disclosure Statement on equitable subordination procedures for 3AC claims and related matters.	1.80
07/05/23	ReNecia Sherald	Review documents supporting 3AC loan transaction and history (.7); prepare summary regarding same (.7).	1.40
07/06/23	Richard D. Anigian	Analyze claims and defenses to 3AC claims.	0.30
07/06/23	Jordan Chavez	Review and revise evidentiary outline (.9); correspond with Debtors' professionals regarding same (.2); review and analyze additional exhibits for claim defenses (1.3); correspond with BlockFi and Debtors' professionals regarding Disclosure Statement objection and strategies for response (1.0); review and analyze case law regarding equitable subordination (2.0).	5.40
07/06/23	Aimee M. Furness	Analyze issues related to equitable subordination and facts, evidence, and law regarding same.	0.60
07/06/23	Richard Kanowitz	Review, analyze and edit BlockFi claim and evidentiary outline for 3AC claims.	2.20
07/06/23	ReNecia Sherald	Review and analyze Second and Third Circuit authorities regarding preference claims and defenses (2.1); prepare summary regarding the same (.7); review and revise memorandum regarding claims and defenses (.8); review and analyze evidentiary burden regarding the foregoing (1.0); review and analyze issues related to the same under the Plan (1.2).	5.80
07/06/23	Lauren Sisson	Review 3AC objection to Disclosure Statement (.4); review and analyze cases cited therein (.5).	0.90
07/07/23	Jordan Chavez	Review and analyze additional documentation and articles regarding 3AC (1.3); prepare executive summary to evidentiary outline for claim defenses (1.9).	3.20

Invoice Number: 21605301

Matter Name: Three Arrows Proceedings / Claims

Client/Matter Number: 0063320.00042

Billing Attorney: Alexander Grishman

August 25, 2023

Page 3 of 9

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/07/23	Matt Ferris	Review and analysis of legal arguments and authorities related to dueling Debtor issues.	0.60
07/07/23	Aimee M. Furness	Analyze legal issues related to equitable subordination of Three Arrows' claims.	4.70
07/07/23	Richard Kanowitz	Review and analyze cases and precedents on dueling debtor cases and violations of automatic stay for case administration activities.	0.80
07/07/23	Lauren Sisson	Research equitable subordination issues in relation to automatic stay and Plan confirmation (3.9); draft summary of same (1.7); correspondence with BVI counsel regarding creditor access (.3).	5.90
07/08/23	Richard D. Anigian	Analyze issues regarding 3AC's claim that equitable subordination constitutes a stay violation (.3); brief review of 3AC's first anniversary update to creditors (.3).	0.60
07/08/23	Aimee M. Furness	Address issues related to documents relevant to 3AC claims and defenses (2.5); review and analyze document provided by 3AC joint liquidators (1.4).	3.90
07/08/23	DiAnna Gaeta	Work with ALS case team to setup project Plan and Xera database for electronic document review.	2.50
07/08/23	Richard Kanowitz	Review and analyze 3AC JPLs 1 Year Anniversary Update to creditors for use in BlockFi claim litigation against 3AC.	1.60
07/09/23	Aimee M. Furness	Analyze issues related to Three Arrows claims and equitable subordination procedure.	0.90
07/10/23	Jordan Chavez	Review and revise evidence outline and exhibits (2.3); correspond with BlockFi financial and legal teams regarding protective order and Disclosure Statement issues (1.0).	3.30
07/10/23	Aimee M. Furness	Analyze legal authority regarding equitable subordination and procedural issues regarding same (3.8); summarize findings and strategize on next steps (1.8).	5.60
07/10/23	Alexander Grishman	Review of Teneo report on Three Arrows analysis and assets, in particular, preference claims against Debtors.	1.60
07/10/23	Richard Kanowitz	Review and respond to emails from BRG and BlockFi legal and financial teams concerning [REDACTED] [REDACTED]	0.30
07/10/23	J. Frasher Murphy	Analysis and strategy development regarding estimation of 3AC claims (1.4); analysis of procedural issues related thereto (.7); analysis of case law concerning claims estimation (.5).	2.60
07/10/23	ReNecia Sherald	Receive and review Creditor Report.	0.80

Invoice Number: 21605301

Matter Name: Three Arrows Proceedings / Claims

Client/Matter Number: 0063320.00042

Billing Attorney: Alexander Grishman

August 25, 2023

Page 4 of 9

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/10/23	Lauren Sisson	Attention to 3AC outline of claims/defenses and evidence needed.	0.90
07/11/23	Jordan Chavez	Review and analyze issues and caselaw for estimation and subordination of 3AC Claims (2.7); correspond with BlockFi financial and legal teams regarding same (.3).	3.00
07/11/23	Aimee M. Furness	Analyze legal authority regarding various issues related to Three Arrows claims and defenses to those claims.	4.80
07/11/23	DiAnna Gaeta	Work with ALS case team to finalize loading productions to the database for attorney review.	0.80
07/11/23	Richard Kanowitz	Review and respond to emails to/from Blockfi legal team and Walkers concerning BVI proceedings and BlockFi's access to creditor data base.	0.60
07/11/23	J. Frasher Murphy	Legal analysis of procedural and substantive issues regarding claims estimation of 3AC claims (.7); review and analyze case law regarding claims estimation, equitable subordination, and related issues (.8); analysis of structure and content of estimation motion (.7).	2.20
07/11/23	ReNecia Sherald	Research and review Second and Third Circuit case law regarding avoidance actions (1.4); prepare summary regarding the same (.5).	1.90
07/12/23	Richard D. Anigian	Review and analyze materials provided by 3AC in connection with borrowings.	0.30
07/12/23	Jordan Chavez	Review and analyze 3AC anniversary update to creditors (1.0); prepare estimation motion for 3AC Claims (1.8); correspond with BlockFi and 3AC counsel regarding protective order (.4).	3.20
07/12/23	Aimee M. Furness	Review documents to support issues related to claims against Three Arrows (6.1); review request from Three Arrows BVI Joint Liquidators and search for relevant information (.5); correspondence regarding same (.2).	6.80
07/12/23	Richard Kanowitz	Review and analyze documents and materials for production of by BlockFi to 3AC JPLs.	0.60
07/12/23	Richard Kanowitz	Review and respond to emails to/from counsel to 3AC JPLs (Adam Goldberg) and BlockFi legal and financial teams concerning production of materials by BlockFi.	0.80
07/12/23	J. Frasher Murphy	Strategy development regarding claims estimation process (.7); review and analyze case law regarding estimation and capped amounts (.5).	1.20
07/12/23	ReNecia Sherald	Research, review, and analyze Third Circuit authorities on estimation of claims.	1.90
07/13/23	Jordan Chavez	Prepare estimation motion for 3AC Claims (2.0); correspond with BlockFi financial and legal teams regarding protective order revisions (.2).	2.20

Invoice Number: 21605301

Matter Name: Three Arrows Proceedings / Claims

Client/Matter Number: 0063320.00042

Billing Attorney: Alexander Grishman

August 25, 2023

Page 5 of 9

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/13/23	Aimee M. Furness	Review documents related to Three Arrows (4.3); correspondence related to protective order with 3AC Joint Liquidators (.2); review revised protective order provided by counsel for 3AC Joint Liquidators (.3); review comments on revised protective order (.2) revise protective order to include notice requirement (.4).	5.40
07/13/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal team concerning edits and comments to proposed protective order between BlockFi and 3AC JPLs.	0.40
07/13/23	ReNecia Sherald	Research, review, and analyze pleadings and other relevant documents regarding Motions to Estimate.	2.20
07/14/23	Jordan Chavez	Prepare estimation motion for 3AC Claims (3.0); strategy development regarding estimation of 3AC claims (1.0); review and analyze requests for production from 3AC and proposed revisions to protective order (.5).	4.50
07/14/23	Matthew Frankle	Review of 3AC document requests.	0.20
07/14/23	Aimee M. Furness	Review documents related to Three Arrows (2.0); review 3AC's JLs proposed revisions to protective order (.1); brief review of discovery requests served by 3AC's JLs (.2).	2.30
07/14/23	Richard Kanowitz	Review and analyze materials for preparation of motion to estimate 3AC claims against BlockFi.	1.40
07/14/23	Richard Kanowitz	Review and analyze 3AC JPLs proposed edits to protective order for production of documents by BlockFi.	0.80
07/14/23	ReNecia Sherald	Research and review authorities, including pleadings and other relevant documents, related to § 502(c).	3.40
07/15/23	Jordan Chavez	Review and revise estimation motion.	1.10
07/15/23	Richard Kanowitz	Review and analyze 3AC JPLs demand to BlockFi for production of documents in connection with contested proceedings.	1.30
07/15/23	Richard Kanowitz	Review and respond to emails to/from counsel to 3AC JPLs concerning protective order for production of documents between BlockFi and 3AC.	0.30
07/16/23	Jordan Chavez	Analysis of issues regarding 3AC production requests.	0.20
07/17/23	Jordan Chavez	Review and revise estimation motion (3.8); strategy development regarding procedural issues related thereto (.8); review, revise, and finalize protective order with 3AC (1.0).	5.60

Invoice Number: 21605301

Matter Name: Three Arrows Proceedings / Claims

Client/Matter Number: 0063320.00042

Billing Attorney: Alexander Grishman

August 25, 2023

Page 6 of 9

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/17/23	Aimee M. Furness	Review, analyze, and comment on Motion to Estimate Three Arrows' Claims (1.2); review documents related to Three Arrows' claims (1.6); prepare for and participate in call with counsel for Three Arrows Joint Liquidators (.3); final review of proposed protective order (.3); review requests for production served by Three Arrows Joint Liquidators (.2); begin outline of objections and responses (.3); review documents related to Joint Liquidators requests for production (1.2).	5.10
07/17/23	Richard Kanowitz	Review and respond to emails to/from counsel to 3AC JPLs concerning edits and modifications to proposed protective order.	0.60
07/17/23	ReNecia Sherald	Review and analyze Second Circuit authority on estimation procedures.	1.20
07/17/23	Lauren Sisson	Strategy development regarding motion to estimate claims of 3AC.	1.80
07/18/23	Jordan Chavez	Review and revise motion to estimate 3AC claims (2.4); correspond with 3AC counsel and Debtors' professionals regarding 3AC discovery requests (.5); review, analyze, and incorporate liquidator reports into motion to estimate (1.0); review, revise, finalize, and coordinate filing of 3AC protective order and application in lieu of motion (.7).	4.60
07/18/23	Aimee M. Furness	Review new documents related to Three Arrows claims (4.3); review and analyze 3AC's JLS' requests for production and outline responses and objections (.5); review and revise Motion to Estimate Three Arrows' claims (1.7).	6.50
07/18/23	Richard Kanowitz	Review and respond to emails from Latham as counsel to 3AC JPLs concerning request to BlockFi for production of documents and application to approve protective order.	0.60
07/18/23	J. Frasher Murphy	Review draft of Motion to Estimate 3AC claims (.8); draft comments and revisions to same (.7); analysis of procedural and evidentiary issues related to claim estimation (.6); review final version of confidentiality and stipulation with 3AC JLS (.5).	2.60
07/18/23	Lauren Sisson	Draft application for protective order with counsel for 3AC.	0.60
07/19/23	Jordan Chavez	Correspond with BlockFi financial and legal teams regarding estimation motion and evidence in support of estimation motion (1.2); review and analyze preference period transactions (.5).	1.70
07/19/23	Aimee M. Furness	Continue review of documents related to Three Arrows Claims and requests for production (4.3); review and comment on Motion to Estimate Claims (.3); address outstanding issues related to Three Arrows' objection to Disclosure Statement (.6).	5.20
07/19/23	Richard Kanowitz	Review, analyze and edit motion for estimation of 3AC claims for voting and distribution purposes.	1.80
07/19/23	J. Frasher Murphy	Analysis of evidentiary issues in connection with claims estimation hearing.	0.40

Invoice Number: 21605301

Matter Name: Three Arrows Proceedings / Claims

Client/Matter Number: 0063320.00042

Billing Attorney: Alexander Grishman

August 25, 2023

Page 7 of 9

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/19/23	ReNecia Sherald	Review and analyze Protective Order Application (.7); review and analyze Third Circuit Estimation Orders (4.4).	5.10
07/20/23	Jordan Chavez	Review and revise estimation motion (.8); strategy development regarding claim objection and estimation motion timeline (.4).	1.20
07/20/23	Aimee M. Furness	Continue to review legal authority regarding Three Arrows' claims (3.3); call with Three Arrows' JLs' counsel regarding documents requested in requests for production and otherwise (.3); review documents supporting BlockFi's defenses to Three Arrows' claims (1.4).	5.00
07/20/23	Richard Kanowitz	Review, analyze and edit motion to estimate 3AC claims in BlockFi proceedings.	1.40
07/20/23	J. Frasher Murphy	Review updated and revised draft of 3AC estimation motion (.4); analysis and strategy development regarding objection to 3AC claim (.4).	0.80
07/20/23	ReNecia Sherald	Research and review Third Circuit authorities regarding Orders on Estimation Motions (3.4); prepare summary regarding the same (1.2); conference and correspond regarding case strategy (.8).	5.40
07/21/23	Jordan Chavez	Review and revise estimation motion (1.3); correspond with BlockFi financial and legal teams regarding estimation hearing preparation and declarations in support of estimation motion (.8).	2.10
07/21/23	Aimee M. Furness	Continue to review documents related to Three Arrows claims (1.3); review and comment on Motion to Estimate (1.6); correspondence with 3AC's JL's counsel regarding document request (.1); analysis regarding objection to 3AC's Proof of Claim and basis therefore (1.5).	4.50
07/21/23	Richard Kanowitz	Review, analyze and edit motion to estimate 3AC claims in BlockFi chapter 11 cases.	0.80
07/21/23	J. Frasher Murphy	Pursue strategy regarding estimation motion and claim objection.	0.40
07/23/23	Jordan Chavez	Review and revise estimation motion (1.2); prepare declaration in support of estimation motion (1.0); review and analyze Third Circuit caselaw regarding estimation procedures (1.0).	3.20
07/23/23	Aimee M. Furness	Review and comment on revisions to Motion to Estimate Three Arrows claims.	0.40
07/23/23	J. Frasher Murphy	Review and analyze further revisions to motion to estimate 3AC claims.	0.30
07/24/23	Jordan Chavez	Prepare declaration in support of estimation motion (.7); correspond with committee counsel and BlockFi regarding 3AC estimation motion (.3); prepare outline of estimation and claim disallowance timeline (.4); correspond with BlockFi and committee counsel regarding same (.1).	1.50
07/24/23	Matthew Frankle	Review and comment on draft of estimation motion.	0.90

Invoice Number: 21605301

Matter Name: Three Arrows Proceedings / Claims

Client/Matter Number: 0063320.00042

Billing Attorney: Alexander Grishman

August 25, 2023

Page 8 of 9

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/24/23	Aimee M. Furness	Review documents related to Three Arrows claims (.8); review and comment on estimation motion (1.2); correspondence and legal analysis regarding Three Arrows claims (1.3).	3.30
07/24/23	Richard Kanowitz	Review, analyze and edit revised motion to estimate 3AC claims in BlockFi bankruptcy case.	1.30
07/24/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams and UCC counsel concerning revised motion to estimate 3AC claims in BlockFi bankruptcy case.	0.20
07/24/23	J. Frasher Murphy	Strategy development regarding equitable subordination of 3AC claims, claim objection, and related procedural matters concerning Plan (.5); review and comment on revised draft of estimation motion (.6).	1.10
07/24/23	Lauren Sisson	Analysis and strategy development regarding motion to estimate 3AC claims.	1.00
07/25/23	Jordan Chavez	Review and revise objections and responses to requests for production (.8); review, analyze, and prepare comments to estimation motion (.3); correspond with committee counsel regarding motion to estimate (.3).	1.40
07/25/23	Matthew Frankle	Prepare responses on requested diligence items related to 3AC.	0.20
07/25/23	Aimee M. Furness	Draft, review, and revise responses to Foreign Representatives for 3AC's requests for production (2.9); correspondence and legal analysis regarding Three Arrows claims (.4); review and comment on legal analysis related to the Motion to Estimate Three Arrows claims (.6).	3.90
07/25/23	Richard Kanowitz	Review and respond to emails to/from UCC concerning comments/edits to motion for estimation of 3AC claims for voting and distribution purposes.	0.30
07/25/23	J. Frasher Murphy	Develop strategy regarding claims estimation proceeding (.3); emails with UCC regarding same (.3); analysis of procedural matters and logistics raised by UCC (.3).	0.90
07/26/23	Aimee M. Furness	Analyze legal authority regarding lien and UCC issues (.8); review and revise request for production response (.3).	1.10
07/26/23	Richard Kanowitz	Review and analyze key cases and precedents related to potential 3AC challenges to BlockFi liens, claims and encumbrances.	1.10
07/27/23	Aimee M. Furness	Analyze and review documents requested by 3AC JLS.	1.70
07/28/23	Aimee M. Furness	Review and collect documents requested by Three Arrows in request for production.	2.40
07/28/23	Richard Kanowitz	Review, analyze and edit reply of BlockFi to 3AC JLS objection to BlockFi Disclosure Statement.	0.70

Invoice Number: 21605301

August 25, 2023

Matter Name: Three Arrows Proceedings / Claims

Page 9 of 9

Client/Matter Number: 0063320.00042

Billing Attorney: Alexander Grishman

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/31/23	Jordan Chavez	Review and revise liquidation analysis regarding 3AC claims (.2); correspond with 3AC counsel regarding Disclosure Statement objection, estimation, and claim objection (.4); review and revise estimation motion for 3AC claims to incorporate committee comments (1.2); prepare declaration in support of estimation (2.0).	3.80
07/31/23	Richard Kanowitz	Prepare for and conduct conference call with L&W team (Adam Goldberg), counsel to 3AC BVI JPs concerning BlockFi proceedings, BVI proceedings and related matters.	0.60
07/31/23	J. Frasher Murphy	Review and comment on draft declaration of Mark Renzi in support of motion to estimate 3AC claims (.5); analysis and strategy development regarding support for estimation motion (.3).	0.80

Chargeable Hours 218.30

Total Fees	\$200,854.00
Adjustment (15% Discount)	\$ (30,128.10)
Total Adjusted Fees	\$170,725.90

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Aimee M. Furness	78.80	\$1,000.00	\$78,800.00
Alexander Grishman	1.60	\$1,075.00	\$1,720.00
J. Frasher Murphy	13.30	\$1,100.00	\$14,630.00
Matt Ferris	0.60	\$1,000.00	\$600.00
Matthew Frankle	1.30	\$1,150.00	\$1,495.00
Richard D. Anigian	1.20	\$1,200.00	\$1,440.00
Richard Kanowitz	22.30	\$1,400.00	\$31,220.00
Jordan Chavez	55.70	\$775.00	\$43,167.50
Lauren Sisson	11.10	\$710.00	\$7,881.00
ReNecia Sherald	29.10	\$630.00	\$18,333.00
DiAnna Gaeta	3.30	\$475.00	<u>\$1,567.50</u>

Total Professional Summary \$200,854.00

Total Fees, Expenses and Charges \$170,725.90

Total Amount Due USD \$170,725.90

HAYNES BOONE

Invoice Number: 21605300
Invoice Date: August 25, 2023
Matter Name: BlockFi Wallet
Client/Matter Number: 0063320.00043
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through July 31, 2023

Total Fees	\$3,327.00
Adjustment (15% Discount)	\$ (499.05)
Total Adjusted Fees	\$2,827.95
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$2,827.95
Total Invoice Balance Due	USD \$2,827.95

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: **111-000-025** Operating Account No.: **018-08-3729-4**

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: **0260-0959-3** Operating Account No.: **018-08-3729-4**

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21605300** • Client Number **0063320.00043** • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21605300
Matter Name: BlockFi Wallet
Client/Matter Number: 0063320.00043
Billing Attorney: Alexander Grishman

August 25, 2023
Page 2 of 3

For Professional Services Through July 31, 2023

Professional Fees

Date	Timekeeper	Description	Hours
07/03/23	Lauren Sisson	Correspondence with client on customer Wallet inquiries.	0.20
07/07/23	Alexander Grishman	Review objection from Ad Hoc Group of Wallet Holders.	0.40
07/07/23	J. Frasher Murphy	Review and analyze objection from ad hoc wallet holders.	0.40
07/21/23	Jordan Chavez	Review and revise client security awareness notice.	0.30
07/21/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED].	0.70
07/21/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning [REDACTED].	0.40
07/27/23	Jordan Chavez	Review and revise correspondence to wallet account holders regarding withdrawals (.3); correspond with BlockFi regarding same (.1); correspond with BlockFi regarding wallet withdrawal timing (.3).	0.70

Chargeable Hours 3.10

Total Fees	\$3,327.00
Adjustment (15% Discount)	\$ (499.05)
Total Adjusted Fees	\$2,827.95

Timekeeper Summary

Timekeeper	Hours	Rate	Amount
Alexander Grishman	0.40	\$1,075.00	\$430.00
J. Frasher Murphy	0.40	\$1,100.00	\$440.00
Richard Kanowitz	1.10	\$1,400.00	\$1,540.00
Jordan Chavez	1.00	\$775.00	\$775.00
Lauren Sisson	0.20	\$710.00	\$142.00
Total Professional Summary			\$3,327.00

Total Fees, Expenses and Charges **\$2,827.95**

Invoice Number: 21605300

Matter Name: BlockFi Wallet

Client/Matter Number: 0063320.00043

Billing Attorney: Alexander Grishman

August 25, 2023

Page 3 of 3

Total Amount Due

USD \$2,827.95

HAYNES BOONE

Invoice Number: 21605299
Invoice Date: August 25, 2023
Matter Name: Digistar Recovery
Client/Matter Number: 0063320.00044
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through July 31, 2023

Total Fees	\$81,017.00
Adjustment (15% Discount)	\$ (12,152.55)
Total Adjusted Fees	\$68,864.45
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$68,864.45
Total Invoice Balance Due	USD \$68,864.45

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: 111-000-025 Operating Account No.: 018-08-3729-4

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: 0260-0959-3 Operating Account No.: 018-08-3729-4

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21605299** • Client Number **0063320.00044** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21605299
Matter Name: Digistar Recovery
Client/Matter Number: 0063320.00044
Billing Attorney: Alexander Grishman

August 25, 2023
Page 2 of 6

For Professional Services Through July 31, 2023

Professional Fees

Date	Description	Hours
07/01/23 Matt Ferris	Review and analysis of research regarding issues raised in Defendants' motion to dismiss (2.0); consideration and development of legal arguments in opposition to motion to dismiss, and research additional case law authority in support of same (1.4); continue outlining and developing opposition to motion to dismiss (.7).	4.10
07/01/23 Tom Zavala	Research and analyze case law regarding venue, core-non-core claims and related mootness assertions (9.3); draft email summarizing research and key cases (1.0).	10.30
07/02/23 Matt Ferris	Strategy development and legal analysis of arguments in opposition to motion to dismiss (1.7); review and analysis of additional research regarding issues raised in Defendants' motion to dismiss (1.2); review and comment on draft response (.8).	3.70
07/02/23 Charlie M. Jones	Review and analyze research regarding issues raised in Defendants' motion to dismiss (.6) analysis of issues regarding venue, core/non-core claims, and mootness assertions regarding same (.5).	1.10
07/02/23 Tom Zavala	Research nature of claims against Digistar defendants (1.3); review and analyze Rule 12(b)(2), (3) and (5) and applicable Third Circuit case law regarding same (2.0); begin drafting and revising response to Digistar defendants' motion to dismiss (5.2).	8.50
07/03/23 Matt Ferris	Review and development of litigation strategy, including with respect to Defendants' motion to dismiss (1.1); multiple calls and emails with BlockFi team regarding same (1.7); review and analysis of communications and documents in support of opposition to arguments raised in motion to dismiss (1.0); correspondence with Digistar's counsel regarding meet and confer request (.3); further review and comment on draft objection to motion to dismiss (1.4).	5.50
07/03/23 Charlie M. Jones	Research and analyze legal authorities in connection with response to Defendants' motion to dismiss.	0.80
07/03/23 Richard Kanowitz	Review and respond to emails from counsel to Digistar defendants concerning meet and confer on motion to dismiss BlockFi complaint.	0.40
07/03/23 Lauren Sisson	Analysis of research issues regarding motion to dismiss (.2); review research summary and cases on core/non-core issue (.9); review complaint and draft response to motion to dismiss (.3).	1.40
07/03/23 Tom Zavala	Research and analyze case law regarding personal jurisdiction and venue (1.2); continue drafting response to Motion to Dismiss (8.8).	10.00

Invoice Number: 21605299
Matter Name: Digistar Recovery
Client/Matter Number: 0063320.00044
Billing Attorney: Alexander Grishman

August 25, 2023
Page 3 of 6

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/05/23	Richard D. Anigian	Strategize regarding issues raised by Digistar to complaint (.3); analyze recent authority in connection with same (.4).	0.70
07/05/23	Matt Ferris	Review and consideration of service matters, including affidavit of service from process server, and correspondence regarding same (.4); review and analysis of additional research regarding issues raised in Defendants' motion to dismiss (.6); further consideration and development of litigation strategy, including review of loan and related documents and correspondence (1.2); multiple calls and emails with BlockFi team regarding same (.8); review and comment on revised draft of objection to motion to dismiss (.7); prepare for and participate in meet and confer call with Digistar's counsel (.5); correspond with BlockFi team and Digistar's counsel regarding follow up matters from same (.4).	4.60
07/05/23	Matthew Frankle	Participate in call regarding litigation strategy and related procedural matters.	0.50
07/05/23	Charlie M. Jones	Prepare for and participate in meet and confer call with Defendants' counsel regarding issues presented in motion to dismiss (.5); follow-up strategy call with BlockFi legal and financial teams regarding same (.2).	0.70
07/05/23	Glenn Kangisser	Review draft affidavit (.4); emails regarding notarization (.1).	0.50
07/05/23	Richard Kanowitz	Review and analyze recent decisions on core/non-core claims, forum selection and jurisdictional issues for BlockFi response to Digistar defendants' motion to dismiss.	0.80
07/05/23	Richard Kanowitz	Review, analyze and edit BlockFi objection to Digistar defendants' motion to dismiss adversary proceeding complaint.	0.60
07/05/23	Lauren Sisson	Prepare for and participate in call with opposing counsel on motion to dismiss (.5); research [REDACTED] (3.3); draft summary of same (1.1).	4.90
07/05/23	Tom Zavala	Draft and revise response to motion to dismiss arguments on venue (4.0); review case law on venue (.9); prepare for and attend meet and confer with Digistar's counsel (.5).	5.40
07/06/23	Richard D. Anigian	Strategize regarding Digistar and potential resolution of motion to dismiss.	0.50
07/06/23	Matt Ferris	Correspond with BlockFi team and counsel for Digistar regarding preliminary settlement discussions and adversary proceeding scheduling matters related to same (1.1); preliminary consideration of joint scheduling order and related matters (.3); correspond with BlockFi team regarding same and next steps with respect to adversary proceeding (.3).	1.70
07/06/23	Charlie M. Jones	Analysis of case status, issues related to Defendants' motion to dismiss, and settlement negotiations.	0.50

Invoice Number: 21605299
 Matter Name: Digistar Recovery
 Client/Matter Number: 0063320.00044
 Billing Attorney: Alexander Grishman

August 25, 2023
 Page 4 of 6

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/06/23	Richard Kanowitz	Review and respond to emails to/from counsel to Digistar defendants and BlockFi legal and financial team concerning pending motion practice, adjournment of hearing dates and settlement discussions.	0.40
07/06/23	Lauren Sisson	Correspondence with local counsel on scheduling issues.	0.40
07/07/23	Richard D. Anigian	Strategize regarding potential resolution of Digistar motion to dismiss.	0.40
07/07/23	Matt Ferris	Review affidavit of service and consideration of next steps with respect to service of process (.4); review and consideration of matters regarding adversary case dates and deadlines and work on preparing scheduling order for same (.6); multiple calls and emails with BlockFi team regarding adversary proceeding status and strategy development (1.0); review and analysis of loan and related transactional documents in connection with same (1.3).	3.30
07/07/23	Matthew Frankle	Call with legal team on potential settlement discussions with Digistar.	0.40
07/07/23	Charlie M. Jones	Strategize regarding upcoming meet and confer with Defendants' counsel and possible contours of settlement discussions.	0.40
07/07/23	Lauren Sisson	Correspondence with client regarding Digistar adversary.	0.20
07/08/23	Richard Kanowitz	Review and respond to emails to/from BlockFi legal and financial teams concerning renewed settlement discussions with Digistar to resolve adversary proceeding.	0.20
07/09/23	Matt Ferris	Correspond with BlockFi team and Digistar's counsel regarding status of settlement negotiations and next steps with respect to same.	0.30
07/10/23	Matt Ferris	Prepare for and participate in conference call with BlockFi team regarding Digistar adversary status and strategy (1.1); multiple calls and emails with BlockFi team regarding follow up matters related to same (.7); prepare for and participate in settlement conference with Digistar's counsel (.5); multiple calls and emails with BlockFi team regarding follow up matters from same (.8); follow up correspondence with Digistar's counsel regarding scheduling matters (.2).	3.30
07/10/23	Matthew Frankle	Call with Digistar counsel on potential settlement.	0.50
07/10/23	Matthew Frankle	Call with BlockFi team on potential settlement paths on Digistar.	1.00
07/10/23	Richard Kanowitz	Review and respond to emails to/from counsel to Digistar defendants and BlockFi legal and financial team concerning pending motion practice, adjournment of hearing dates and settlement discussions.	0.30
07/10/23	Lauren Sisson	Participate in call with client on motion to dismiss (.8); participate in call with opposing counsel on same (.2).	1.00

Invoice Number: 21605299
 Matter Name: Digistar Recovery
 Client/Matter Number: 0063320.00044
 Billing Attorney: Alexander Grishman

August 25, 2023
 Page 5 of 6

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/10/23	Tom Zavala	Correspondence with client regarding settlement strategy for Digistar (1.0); review motion to dismiss in preparation for call with opposing counsel (.5); attend call with opposing counsel to discuss settlement (.5).	2.00
07/11/23	Matt Ferris	Review and comment on draft scheduling order (.3); review and respond to correspondence regarding same and motions to seal (.4).	0.70
07/11/23	Lauren Sisson	Draft scheduling order for motion to dismiss and motions to seal (.9); circulate to local counsel and client for review (.2); correspondence with opposing counsel on same (.3); exchange and review proposed sealed documents (.3).	1.70
07/12/23	Matt Ferris	Review and respond to correspondence to/from Digistar's counsel regarding scheduling order and motions to seal.	0.30
07/12/23	Richard Kanowitz	Review and respond to emails to/from counsel to Digistar defendants concerning agreed to scheduling order for adversary proceeding.	0.30
07/12/23	Kimberly Morzak	Review agreed scheduling order and update calendars.	0.30
07/12/23	Lauren Sisson	Correspondence with M. Ferris and opposing counsel on scheduling order (.2); prepare and send same to local counsel for filing (.3).	0.50
07/13/23	Matt Ferris	Review and comment on correspondence to UCC team regarding Digistar status update.	0.20
07/13/23	Matthew Frankle	Draft and revise summary of Digistar settlement negotiations.	0.40
07/13/23	Tom Zavala	Analysis and strategy development regarding Digistar litigation and settlement negotiations.	1.60
07/14/23	Matt Ferris	Review correspondence from Schjodt team regarding status of collateral enforcement action and consideration of potential strategy and next steps with respect to same.	0.60
07/17/23	Matt Ferris	Review correspondence regarding Norwegian proceeding matters (.1); correspond with Digistar's counsel regarding entered scheduling order and Defendants' deliverables (.2).	0.30
07/19/23	Matt Ferris	Review and analysis of Norwegian proceeding pleadings and communications and correspondence with Schjodt team regarding same.	0.50
07/19/23	Matthew Frankle	Review of letter to Mo Rana industrial park housing Digistar equipment (.2); review of pleading to Norwegian court (.3).	0.50
07/24/23	Matt Ferris	Send and receive settlement correspondence to/from Digistar's counsel.	0.20
07/24/23	Kenneth J. Rusinko	Review Scheduling Order and advise team of hearing.	0.20
07/25/23	Kimberly Morzak	Review agreed scheduling order and update calendars and litigation tracker.	0.30

Invoice Number: 21605299
 Matter Name: Digistar Recovery
 Client/Matter Number: 0063320.00044
 Billing Attorney: Alexander Grishman

August 25, 2023
 Page 6 of 6

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/27/23	Matt Ferris	Participate in settlement call with Digistar's counsel (.3); correspond with BlockFi team regarding follow up matters from same and next steps (.4).	0.70
07/27/23	Lauren Sisson	Participate in settlement talks with opposing counsel.	0.30
07/27/23	Tom Zavala	Attend call with opposing counsel to discuss settlement and financial statements.	0.30
07/28/23	Matt Ferris	Consideration of adversary proceeding status and pending deadlines (.2); correspond with BlockFi team regarding same (.3); review and development of case strategy and consideration of open issues and next steps (.5).	1.00
07/28/23	Matthew Frankle	Review of Digistar latest settlement offer.	0.30
07/31/23	Charlie M. Jones	Analysis of case status, settlement negotiations, and strategy moving forward.	0.20

Chargeable Hours 92.70

Total Fees	\$81,017.00
Adjustment (15% Discount)	\$ (12,152.55)
Total Adjusted Fees	\$68,864.45

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Charlie M. Jones	3.70	\$1,000.00	\$3,700.00
Glenn Kangisser	0.50	\$880.00	\$440.00
Matt Ferris	31.00	\$1,000.00	\$31,000.00
Matthew Frankle	3.60	\$1,150.00	\$4,140.00
Richard D. Anigian	1.60	\$1,200.00	\$1,920.00
Richard Kanowitz	3.00	\$1,400.00	\$4,200.00
Lauren Sisson	10.40	\$710.00	\$7,384.00
Tom Zavala	38.10	\$730.00	\$27,813.00
Kenneth J. Rusinko	0.20	\$525.00	\$105.00
Kimberly Morzak	0.60	\$525.00	\$315.00

Total Professional Summary \$81,017.00

Total Fees, Expenses and Charges	\$68,864.45
Total Amount Due	USD \$68,864.45

HAYNES BOONE

Invoice Number: 21605298
Invoice Date: August 25, 2023
Matter Name: Vrai Nom Litigation
Client/Matter Number: 0063320.00045
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through July 31, 2023

Total Fees	\$37,737.00
Adjustment (15% Discount)	\$ (5,660.55)
Total Adjusted Fees	\$32,076.45
Total Expenses	\$0.00
Total Fees, Expenses and Charges	\$32,076.45
Total Invoice Balance Due	USD \$32,076.45

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: 111-000-025 Operating Account No.: 018-08-3729-4

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: 0260-0959-3 Operating Account No.: 018-08-3729-4

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21605298** • Client Number **0063320.00045** • Attorney Alexander Grishman

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21605298
Matter Name: Vrai Nom Litigation
Client/Matter Number: 0063320.00045
Billing Attorney: Alexander Grishman

August 25, 2023
Page 2 of 4

For Professional Services Through July 31, 2023

Professional Fees

Date	Timekeeper	Description	Hours
07/06/23	Matt Ferris	Correspond with Vrai Nom's counsel regarding follow up matters from initial meet and confer (.1); consideration of status and next steps with respect to finalizing and filing complaint against Vrai Nom (.3).	0.40
07/07/23	Matt Ferris	Consideration of status and next steps with respect to finalizing and filing of adversary complaint (.6); correspond with BlockFi team regarding same (.4); review and respond to correspondence from Vrai Nom's counsel (.2); correspond with BlockFi team regarding same and next steps (.2).	1.40
07/07/23	Tom Zavala	Prepare complaint and Exhibit A for filing (.1); draft email update to BlockFi regarding status of settlement discussions with Vrai Nom (.1); correspondence with local counsel regarding filing of complaint (.1).	0.30
07/09/23	Matt Ferris	Work on finalizing adversary complaint for filing.	0.40
07/10/23	Matt Ferris	Work on finalizing complaint for filing, including consideration of service matters (.5); review correspondence with review parties regarding final draft of complaint (.2); correspond with BlockFi team regarding commencement of adversary proceeding and related matters (.6).	1.30
07/10/23	Tom Zavala	Review notice and governing law provisions in loan agreement (.4); research service requirements for Hong Kong and Hague Convention adoption (1.1); coordinate filing of Complaint (.3); review changes to prior version and communicate with Committee and JPLs (.2).	2.00
07/11/23	Matt Ferris	Analysis of issues regarding service of complaint and summons (.2); review correspondence to/from Vrai Nom's counsel regarding acceptance of service (.2).	0.40
07/11/23	Kimberly Morzak	Review issued summons and calendar pre-trial conference and related deadlines.	0.40
07/11/23	Tom Zavala	Pursue strategy regarding service of complaint and summons on defendant.	0.20
07/12/23	Tom Zavala	Research of service of process issues.	0.40
07/13/23	Matt Ferris	Review and analysis of research regarding service of process matters (1.0); consideration and development of strategy with respect to effectuation of service on Vrai Nom (.6).	1.60
07/13/23	Tom Zavala	Research and analyze applicable statutes and rules and survey case law regarding service of process (6.4); draft summary of research findings (.9).	7.30

Invoice Number: 21605298
 Matter Name: Vrai Nom Litigation
 Client/Matter Number: 0063320.000045
 Billing Attorney: Alexander Grishman

August 25, 2023
 Page 3 of 4

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/14/23	Matt Ferris	Further review and analysis of service of process matters and work on strategy development with respect to same.	0.50
07/14/23	Tom Zavala	Finalize research regarding service of process.	0.30
07/17/23	Matt Ferris	Consideration and development of litigation strategy.	0.60
07/19/23	Matt Ferris	Consideration of service of process matters and work on strategy development with respect to same.	0.40
07/20/23	Matt Ferris	Consideration and development of litigation strategy, including with respect to service matters.	0.50
07/21/23	Matt Ferris	Review correspondence from Vrai Nom's US counsel declining to accept service (.1); review and analysis of additional case law regarding service issues (.5); consideration of alternative service options and next steps (.3).	0.90
07/21/23	Liza Mark	Research service of process in Hong Kong and the Hague Convention requirements.	0.60
07/21/23	Brian Singleterry	Analyze service issues in Vrai Nom adversary proceeding.	0.60
07/21/23	Tom Zavala	Research and analyze case law regarding Rule 4 and requirements to serve process in Hong Kong (4.6); summarize findings regarding same (.8).	5.40
07/22/23	Brian Singleterry	Research and prepare motion for alternate service on Vrai Nom.	5.70
07/23/23	Matt Ferris	Consideration of and development of strategy with respect to Vrai Nom litigation (.6); correspond with BlockFi team regarding same and preparation of related motions (.3).	0.90
07/23/23	Tom Zavala	Review, edit and comment on draft motion for alternate service (1.8); review case law and research summary for incorporating arguments and citations into motion (.5).	2.30
07/24/23	Matt Ferris	Review and comment on drafts of motions for approval of alternative service procedures and to enforce the automatic stay.	1.10
07/24/23	Brian Singleterry	Prepare and edit motion for alternate service for Vrai Nom (1.2); edit motion to enforce stay against Vrai Nom (.3).	1.50
07/24/23	Tom Zavala	Finish editing and commenting on draft motion for alternate service (1.0); research and analyze case law to cite in motion to enforce automatic stay against Vrai Nom (1.7); draft and revise motion to enforce automatic stay against Vrai Nom (4.4).	7.10
07/25/23	Matt Ferris	Review and comment on revised drafts of motions for alternate service and to enforce the automatic stay.	0.50

Invoice Number: 21605298
Matter Name: Vrai Nom Litigation
Client/Matter Number: 0063320.000045
Billing Attorney: Alexander Grishman

August 25, 2023
Page 4 of 4

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>
07/25/23	Tom Zavala	Research and analyze case law regarding stay violation remedies and incorporate same into stay violation motion.	1.90
07/26/23	Matt Ferris	Consideration and development of litigation strategy.	0.30
07/31/23	Charlie M. Jones	Analysis of issues regarding draft motions for substitute service and to enforce automatic stay and strategy regarding same.	0.30

Chargeable Hours 47.50

Total Fees	\$37,737.00
Adjustment (15% Discount)	\$ (5,660.55)
Total Adjusted Fees	\$32,076.45

Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Charlie M. Jones	0.30	\$1,000.00	\$300.00
Liza Mark	0.60	\$795.00	\$477.00
Matt Ferris	11.20	\$1,000.00	\$11,200.00
Brian Singletary	7.80	\$730.00	\$5,694.00
Tom Zavala	27.20	\$730.00	\$19,856.00
Kimberly Morzak	0.40	\$525.00	\$210.00

Total Professional Summary \$37,737.00

Total Fees, Expenses and Charges	\$32,076.45
Total Amount Due	USD \$32,076.45

HAYNES BOONE

Invoice Number: 21605306
Invoice Date: August 25, 2023
Matter Name: Expenses
Client/Matter Number: 0063320.00033
Billing Attorney: Alexander Grishman

BlockFi, Inc.
Flori Marquez
115 Broadway
11th Floor
New York, NY 10006

REMITTANCE PAGE
For Professional Services Through July 31, 2023

Total Fees	\$0.00
Total Expenses	\$28,830.16
Total Fees, Expenses and Charges	\$28,830.16
Total Invoice Balance Due	USD \$28,830.16

Haynes and Boone, LLP Tax Identification No: 75-1312888

CHECK PAYMENT INSTRUCTIONS

Haynes and Boone, LLP
P.O. Box 841399
Dallas, TX 75284-1399

ACH PAYMENT INSTRUCTIONS

For Credit to the Account of HAYNES AND BOONE, LLP
ABA No.: 111-000-025 Operating Account No.: 018-08-3729-4

WIRE PAYMENT INSTRUCTIONS

BANK OF AMERICA 100 West 33rd Street New York, NY 10001

For Credit to the Account of HAYNES AND BOONE, LLP

ABA No.: 0260-0959-3 Operating Account No.: 018-08-3729-4

SWIFT Code - USD: BOFAUS3N • SWIFT Code - Foreign Currency: BOFAUS6S

Bank wire fees are the responsibility of the sender.

NOTE: For ACH / Wire payments, remittance details should be sent to: PaymentDetail@haynesboone.com
Please Reference: Invoice Number **21605306** • Client Number **0063320.00033** • Attorney **Alexander Grishman**

PAYMENT IS DUE UPON RECEIPT, UNLESS OTHERWISE AGREED.

Invoice Number: 21605306

August 25, 2023

Matter Name: Expenses

Page 2 of 5

Client/Matter Number: 0063320.000033

Billing Attorney: Alexander Grishman

For Professional Services Through July 31, 2023

Expenses

Date	Code	Description	Amount
07/01/23	LEX	US CASES - DOC ACCESS	\$51.17
07/02/23	WST	Westlaw - MULTI-SEARCH TRANSACTIONAL SEARCHES	\$1,375.14
07/03/23	LEX	US CASES - DOC ACCESS	\$25.58
07/03/23	WST	Westlaw - MULTI-SEARCH TRANSACTIONAL SEARCHES	\$3,300.31
07/05/23	WST	Westlaw - MULTI-SEARCH DOCUMENT DISPLAYS	\$200.33
07/05/23	LEX	US CASES - DOC ACCESS	\$102.34
07/06/23	LEX	US CASES - DOC ACCESS	\$25.58
07/06/23	LEX	US CASES - DOC ACCESS	\$25.58
07/06/23	WST	Westlaw - MULTI-SEARCH DOCUMENT DISPLAYS	\$285.25
07/06/23	WST	Westlaw - MULTI-SEARCH TRANSACTIONAL SEARCHES	\$561.79
07/06/23	PSC	Pacer Service Center	\$12.30
07/06/23	M&E	Alexander Grishman - Meals and Entertainment Dinner - Alexander Grishman - Dinner meeting with J. Mayers.	\$120.00
07/06/23	TRV	Alexander Grishman - Travel Expense Taxi - Alexander Grishman - Car home from meeting with J. Mayers.	\$213.69
07/07/23	SOP	gcw-intelligence - Service of Process	\$1,050.62
07/07/23	M&E	Richard Kanowitz - Meals and Entertainment Dinner - Richard Kanowitz - Dinner with Jonathan Mayer, (BlockFi).	\$120.00
07/07/23	PSC	Pacer Service Center	\$6.00
07/09/23	LEX	US STATUTORY CODES - DOC ACCESS	\$25.58
07/09/23	WST	Westlaw - MULTI-SEARCH TRANSACTIONAL SEARCHES	\$842.68
07/09/23	WST	Westlaw - MULTI-SEARCH DOCUMENT DISPLAYS	\$485.58
07/09/23	LEX	US COURT RULES - DOC ACCESS	\$25.58
07/09/23	LEX	US CASES - DOC ACCESS	\$25.58

Invoice Number: 21605306

August 25, 2023

Matter Name: Expenses

Page 3 of 5

Client/Matter Number: 0063320.00033

Billing Attorney: Alexander Grishman

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Amount</u>
07/10/23	PSC	Pacer Service Center	\$3.40
07/10/23	COUR	AmWorld UK Ltd - Courier Services	\$32.21
07/10/23	WST	Westlaw - MULTI-SEARCH TRANSACTIONAL SEARCHES	\$280.90
07/10/23	ALS-	Database Creation - Setup project plans and database for electronic document review 110	\$250.00
07/10/23	WST	Westlaw - MULTI-SEARCH TRANSACTIONAL SEARCHES	\$561.79
07/11/23	WST	Westlaw - MULTI-SEARCH DOCUMENT DISPLAYS	\$200.33
07/11/23	WST	Westlaw - MULTI-SEARCH TRANSACTIONAL SEARCHES	\$280.90
07/11/23	TTH	Veritext Corp. - Transcripts and Tapes of Hearing	\$171.60
07/11/23	PSC	Pacer Service Center	\$0.80
07/12/23	WST	Westlaw - MULTI-SEARCH DOCUMENT DISPLAYS	\$1,741.97
07/12/23	WST	Westlaw - MULTI-SEARCH TRANSACTIONAL SEARCHES	\$1,404.48
07/12/23	LEX	US STATUTORY CODES - DOC ACCESS	\$25.58
07/12/23	PSC	Pacer Service Center	\$1.40
07/12/23	LEX	US LAW REVIEWS AND JOURNALS - DOC ACCESS	\$70.36
07/12/23	LEX	US CASES - DOC ACCESS	\$51.17
07/13/23	M&E	Richard Kanowitz - Meals and Entertainment Lunch - Richard Kanowitz - Lunch with Dan Gold/Shearman and Jonathan Mayers/BlockFi.	\$52.62
07/13/23	TRV	Richard Kanowitz - Car Rental/Fuel Only - Richard Kanowitz - Gas to/from court in NJ.	\$43.74
07/13/23	TRV	Richard Kanowitz - Travel Expense Parking - Richard Kanowitz - \$20 for court parking.	\$20.00
07/13/23	TRV	Richard Kanowitz - Toll - Richard Kanowitz - Tolls for travel to court hearing in NJ.	\$29.55
07/13/23	PSC	Pacer Service Center	\$3.80
07/13/23	ALS-	Technical time - Create copies of BLOCKFI_001 and BLOCKFI_002 170 [REDACTED]	\$66.50
07/13/23	ALS-	Review Database Load - Load BF_BK_001 - BF_BK_011 to production database (M0001) 140	\$2,422.00
07/14/23	LEX	US CASES - DOC ACCESS	\$25.58
07/16/23	LEX	US CASES - DOC ACCESS	\$25.58

Invoice Number: 21605306

August 25, 2023

Matter Name: Expenses

Page 4 of 5

Client/Matter Number: 0063320.000033

Billing Attorney: Alexander Grishman

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Amount</u>
07/16/23	TRV	Richard Kanowitz - Toll - Richard Kanowitz - E-ZPass expense during travel to court hearing.	\$14.66
07/16/23	WST	Westlaw - MULTI-SEARCH TRANSACTIONAL SEARCHES	\$842.68
07/17/23	TRV	Richard Kanowitz - Travel Expense Car Rental/Fuel Only - Richard Kanowitz - travel to court hearing.	\$36.07
07/18/23	PSC	Pacer Service Center	\$5.20
07/18/23	TRV	Richard Kanowitz - Toll - Richard Kanowitz - E-ZPass expense during travel to court hearing.	\$3.03
07/19/23	M&E	Richard Kanowitz - Meals and Entertainment Dinner - Richard Kanowitz - Dinner after mediation with UCC.	\$60.00
07/20/23	WST	Westlaw - MULTI-SEARCH DOCUMENT DISPLAYS	\$249.44
07/20/23	WST	Westlaw - MULTI-SEARCH TRANSACTIONAL SEARCHES	\$825.07
07/21/23	WST	Westlaw - MULTI-SEARCH DOCUMENT DISPLAYS	\$83.15
07/21/23	WST	Westlaw - MULTI-SEARCH DOCUMENT DISPLAYS	\$1,687.54
07/21/23	WST	Westlaw - MULTI-SEARCH TRANSACTIONAL SEARCHES	\$2,808.95
07/23/23	PSC	Pacer Service Center	\$11.00
07/24/23	ALS- 170	Technical time - Load EFT-PROD001 and Monthly Account Statements (M0003-M0004)	\$157.50
07/24/23	LEX	US CASES - DOC ACCESS	\$25.58
07/24/23	WST	Westlaw - MULTI-SEARCH DOCKETS DETAIL	\$66.09
07/24/23	ALS- 170	Technical time - Load the BlockFi Emergent and the FTX productions.	\$423.50
07/24/23	LEX	US CASES - DOC ACCESS	\$25.58
07/24/23	PSC	Pacer Service Center	\$0.10
07/24/23	WST	Westlaw - MULTI-SEARCH TRANSACTIONAL SEARCHES	\$1,966.26
07/24/23	ALS- 110	Database Creation - Create Xera databases and PP.	\$500.00
07/24/23	WST	Westlaw - MULTI-SEARCH DOCUMENT DISPLAYS	\$1,572.13
07/26/23	LEX	US CASES - DOC ACCESS	\$25.58
07/26/23	PSC	Pacer Service Center	\$17.10
07/27/23	TTH	Veritext Corp. - Transcripts and Tapes of Hearing	\$40.80

Invoice Number: 21605306

August 25, 2023

Matter Name: Expenses

Page 5 of 5

Client/Matter Number: 0063320.000033

Billing Attorney: Alexander Grishman

<u>Date</u>	<u>Code</u>	<u>Description</u>	<u>Amount</u>
07/31/23	ALS- 170	Technical time - Copy documents from the [REDACTED] database to the [REDACTED] Review.	\$262.50
07/31/23	TRV	Richard Kanowitz - Travel Expense Taxi - Richard Kanowitz - Uber taxi from meeting with clients.	\$113.71
07/31/23	M&E	Alexander Grishman - Meals and Entertainment Dinner - Alexander Grishman - Meal w/Z. Prince, F. Marquez, J. Mayers, R. Kanowitz, M. Frankle re: discussion of prospective business	\$360.00
Total Expenses			\$28,830.16

Expenses Summary

<u>Description</u>	<u>Amount</u>
Trial prep/Tech time	\$910.00
WestLaw	\$21,622.76
Lexis	\$582.00
Pacer Service Center	\$61.10
Service of Process	\$1,050.62
Meals and Entertainment	\$712.62
Travel Expense	\$474.45
Transcripts and Tapes of Hearing	\$212.40
Courier Services	\$32.21
Database creation	\$750.00
Load third party productions	<u>\$2,422.00</u>
Total Expenses	\$28,830.16

Total Fees, Expenses and Charges **\$28,830.16**

Total Amount Due **USD \$28,830.16**